

| STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS AND MINING | | | | | | FORM 3 AMENDED REPORT | | | | |
|--|-----------|------------------|--|---|--|--|----------------------------|-------------------------|-------|--------|
| APPLICATION FOR PERMIT TO DRILL | | | | | | 1. WELL NAME and NUMBER Three Rivers D | | | | |
| 2. TYPE OF WORK DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/> | | | | | | 3. FIELD OR WILDCAT UNDESIGNATED | | | | |
| 4. TYPE OF WELL Water Disposal Well Coalbed Methane Well: NO | | | | | | 5. UNIT or COMMUNITIZATION AGREEMENT NAME | | | | |
| 6. NAME OF OPERATOR AXIA ENERGY LLC | | | | | | 7. OPERATOR PHONE 720 746-5200 | | | | |
| 8. ADDRESS OF OPERATOR 1430 Larimer Ste 400, Denver, CO, 80202 | | | | | | 9. OPERATOR E-MAIL rsatre@axiaenergy.com | | | | |
| 10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) ML-49319 | | | 11. MINERAL OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input checked="" type="checkbox"/> FEE <input type="checkbox"/> | | | 12. SURFACE OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input checked="" type="checkbox"/> FEE <input type="checkbox"/> | | | | |
| 13. NAME OF SURFACE OWNER (if box 12 = 'fee') | | | | | | 14. SURFACE OWNER PHONE (if box 12 = 'fee') | | | | |
| 15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee') | | | | | | 16. SURFACE OWNER E-MAIL (if box 12 = 'fee') | | | | |
| 17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN') | | | 18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS YES <input type="checkbox"/> (Submit Commingling Application) NO <input checked="" type="checkbox"/> | | | 19. SLANT VERTICAL <input checked="" type="checkbox"/> DIRECTIONAL <input type="checkbox"/> HORIZONTAL <input type="checkbox"/> | | | | |
| 20. LOCATION OF WELL | | FOOTAGES | | QTR-QTR | SECTION | TOWNSHIP | RANGE | MERIDIAN | | |
| LOCATION AT SURFACE | | 2117 FSL 680 FEL | | NESE | 16 | 8.0 S | 20.0 E | S | | |
| Top of Uppermost Producing Zone | | 2117 FSL 680 FEL | | NESE | 16 | 8.0 S | 20.0 E | S | | |
| At Total Depth | | 2117 FSL 680 FEL | | NESE | 16 | 8.0 S | 20.0 E | S | | |
| 21. COUNTY UINTAH | | | 22. DISTANCE TO NEAREST LEASE LINE (Feet) 680 | | | 23. NUMBER OF ACRES IN DRILLING UNIT 40 | | | | |
| | | | 25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 0 | | | 26. PROPOSED DEPTH MD: 3573 TVD: 3573 | | | | |
| 27. ELEVATION - GROUND LEVEL 4691 | | | 28. BOND NUMBER LPM9046682 | | | 29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE 49-2262 RNI at Green River | | | | |
| Hole, Casing, and Cement Information | | | | | | | | | | |
| String | Hole Size | Casing Size | Length | Weight | Grade & Thread | Max Mud Wt. | Cement | Sacks | Yield | Weight |
| Surf | 11 | 8.625 | 0 - 1500 | 24.0 | J-55 LT&C | 8.7 | Premium Lite High Strength | 200 | 2.97 | 11.5 |
| | | | | | | | Class G | 115 | 1.16 | 15.8 |
| Prod | 7.875 | 5.5 | 0 - 3573 | 17.0 | J-55 LT&C | 9.2 | Premium Lite High Strength | 210 | 2.28 | 10.5 |
| ATTACHMENTS | | | | | | | | | | |
| VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES | | | | | | | | | | |
| <input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER | | | | | <input checked="" type="checkbox"/> COMPLETE DRILLING PLAN | | | | | |
| <input type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE) | | | | | <input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER | | | | | |
| <input type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED) | | | | | <input checked="" type="checkbox"/> TOPOGRAPHICAL MAP | | | | | |
| NAME Don Hamilton | | | | TITLE Permitting Agent (Buys & Associates, Inc) | | | | PHONE 435 719-2018 | | |
| SIGNATURE | | | | DATE 03/19/2013 | | | | EMAIL starpoint@etv.net | | |
| API NUMBER ASSIGNED 43047537020000 | | | | APPROVAL Permit Manager | | | | | | |

DRILLING PLAN

Axia Energy, LLC
Three Rivers Project
Three Rivers D Well
NESE Sec 16 T8S R20E
Uintah County, Utah

1. ESTIMATED FORMATION TOPS

| FORMATION | TOP (TVD) | COMMENTS |
|-------------------|-------------|--|
| Uinta | Surface | Gas & Degraded Oil; Possible Brackish H ₂ O |
| Green River | 2,283' | Below Base of Mod Saline |
| Top Birds Nest | 2,755' | Below Base of Mod Saline |
| Bottom Birds Nest | 3,173' | Below Base of Mod Saline |
| TD | 3,573' (MD) | 3,573' (TVD) |

- Base of Moderately Saline = +/- 200'

NOTE: Datum, Ground Level (GL) Elevation: 4,691'; Asterisks (*) denotes target pay intervals

A) The State of Utah, Division of Oil, Gas and Mining will be notified within 24 hours of spudding the well.

2. CASING PROGRAM

| CASING | HOLE SIZE | DEPTH SET (MD) | CSG SIZE | WGHT | GRD | THRD | CAPACITY (bbl/ft) |
|------------|-----------|----------------|----------|------|------|------|-------------------|
| CONDUCTOR | | 50-100 | 13 3/8 | | | | |
| SURFACE | 11 | 1500 ± | 8 5/8 | 24.0 | J-55 | LTC | 0.0609 |
| PRODUCTION | 7 7/8 | 3,573' | 5 1/2 | 17.0 | J-55 | LTC | 0.0232 |

NOTE: All casing depth intervals are to surface unless otherwise noted.

Casing Specs

| SIZE (in) | ID (in) | DRIFT DIA (in) | COLLAPSE RESISTANCE (psi) | INTERNAL YIELD (psi) | TENSILE YIELD (lbs) | JOINT STRENGTH (lbs) |
|-----------|---------|----------------|---------------------------|----------------------|---------------------|----------------------|
| 8 5/8 | 8.097 | 7.972 | 1,370 | 2,950 | 381,000 | 244,000 |
| 5 1/2 | 4.892 | 4.767 | 4,910 | 5,320 | 272,000 | 273,000 |

*The State of Utah will be notified 24 hours prior to running casing, cementing, and BOPE testing

FLOAT EQUIPMENT

SURFACE (8 5/8): Float Shoe, 1 JNT Casing, Float Collar
Centralizers: 1st 4 Joints: every joint
Remainder: every third joint

PRODUCTION (5 1/2): Float Shoe, 1 JNT Casing, Float Collar
Centralizers: 1st 4 Joints: every joint
Remainder: every third joint 500' into surface casing

NOTE: 5 1/2" 17# J-55 or equivalent marker collar or casing joints will be placed at the top of the Green River.

3. CEMENT PROGRAM

CONDUCTOR (13 3/8): Ready Mix – Cement to surface

SURFACE (8 5/8): Cement Top: Surface
Lead: 200 sks, Premium Lightweight Cmt w/ additives, 11.50 ppg, 2.97 cf/sk, 50% excess
Tail: 115 sks Class G Cement w/ additives, 15.80 ppg, 1.16 cf/sk, 50% excess

NOTE: The above volumes are based on a gauge-hole + 50% excess.

PRODUCTION (5 1/2): Cement Top – 1,400'
210 sacks – Light Premium Cement w/ additives – 10.5 ppg, 2.28 ft3/sk – 20% excess

NOTE: The above volumes are based on gauge hole + 20% excess. Adjustments will be made and volumes will be caliper + 10%.

NOTE: The above volumes are based on a gauged-hole. Adjustments will be made based on caliper.

- A) For Surface casing, if cement falls or does not circulate to surface, cement will be topped off.
- B) Cement will not be placed down annulus with a 1" pipe unless the State of Utah is contacted.
- C) The State of Utah will be notified 24 hours prior to running casing and cementing.

4. PRESSURE CONTROL EQUIPMENT

- A) The State of Utah, Division of Oil, Gas and Mining will be notified 24 hours prior to all BOPE pressure tests.
- B) The BOPE shall be closed whenever the well is unattended.
 - a) All BOPE connections subjected to well pressure will be flanged, welded, or clamped.
 - b) Choke Manifold:

- i) Tee blocks or targeted 'T's will be used and anchored to prevent slip and reduce vibration.
- ii) Two adjustable chokes will be used in the choke manifold.
- iii) All valves (except chokes) in kill line choke manifold and choke line will not restrict the flow.
- iv) Pressure gauges in the well control system will be designed for drilling fluid.

C) BOPE Testing:

- a) BOPE shall be pressure tested when initially installed, whenever any seal subject to pressure testing is broken, or after repairs.
- b) All BOP tests will be performed with a test plug in place.
- c) BOP will be tested to full stack working pressure and annular preventer to 50% stack working pressure.

| INTERVAL | BOP EQUIPMENT |
|-------------|---|
| 0 – 1500 ± | 11" Diverter with Rotating Head |
| 1500 ± – TD | 3,000# Ram Double BOP & Annular with Diverter & Rotating Head |

NOTE: Drilling spool to accommodate choke and kill lines.

5. **MUD PROGRAM**

- A)** Mud test will be performed at least every 24 hours and after mudding up to determine density, viscosity, gel strength, filtration, and pH.
- B)** Gas-detecting equipment will be installed and operated in the mud-return system from top of Green River Formation to TD.
 - a) Flare line discharge will be located no less than 100 feet from the wellhead using straight or targeted 'T's and anchors.

| INTERVAL | MUD WGHT | VISC | FLUID LOSS | COMMENTS |
|---------------|---------------|------|------------|----------|
| SURF – 1500 ± | 8.4 – 8.7 ppg | 32 | NC | Spud Mud |
| 1500 ± – TD | 8.6 – 9.2 ppg | 40 | NC | DAP/Gel |

NOTE: Mud weight increases will be directed by hole conditions.

6. **ABNORMAL CONDITIONS**

- A)** No abnormal pressures or temperatures are anticipated.
 - a) Estimated bottom hole pressure at TD will be approximately 1,547 psi (normal pressure gradient: 0.433 psi/ft).
 - b) Estimated maximum surface pressure will be approximately 786 psi (estimated bottom hole minus pressure of partially evacuated hole (gradient: 0.220 psi/ft)).
- B)** No hydrogen sulfide is anticipated.

| INTERVAL | CONDITION |
|---------------|---------------------------|
| SURF – 1500 ± | Lost Circulation Possible |
| 1500 ± – TD | Lost Circulation Possible |

7. **AUXILIARY EQUIPMENT**

- A)** Choke Manifold

- B) Upper and lower kelly cock with handle available
- C) Stabbing valve
- D) Safety valve and subs to fit all string connections in use

8. SURVEY & LOGGING PROGRAMS

- A) Cores: None anticipated.
- B) Testing: None anticipated.
- C) Directional Drilling: Directional tools will be used to locate the bottom hole vertical and for anti-collision.
- D) Open Hole Logs: TD to surface casing: resistivity, neutron density, gamma ray and caliper.
- E) Mud Logs: Computerized.

9. HAZARDOUS MATERIALS

In accordance with Superfund Amendments and Reauthorization Act of 1986 (SARA) Title III, no chemicals subject to reporting in an amount equal to or greater than 10,000 pounds will be used, produced, stored, transported, or disposed of annually in association with the drilling of this well.

CONFIDENTIAL

T8S, R20E, S.L.B.&M.**AXIA ENERGY**Alum. Cap
0.5' High On
5/8" Rebar

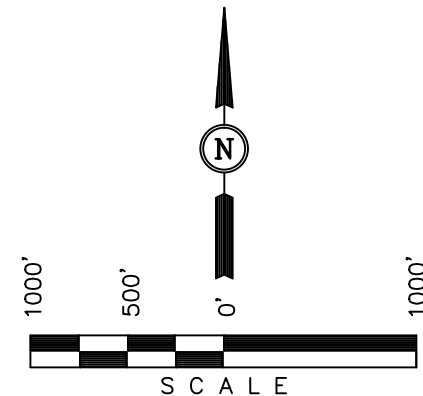
Well location, THREE RIVERS D, located as shown in the NE 1/4 SE 1/4 of Section 16, T8S, R20E, S.L.B.&M., Uintah County, Utah.

BASIS OF ELEVATION

BENCH MARK (38EAM) LOCATED IN THE SW 1/4 OF SECTION 9, T7S, R20E, S.L.B.&M. TAKEN FROM THE PELICAN LAKE, QUADRANGLE, UTAH, UTAH COUNTY, 7.5 MINUTE QUAD (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 4942 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

**CERTIFICATE**

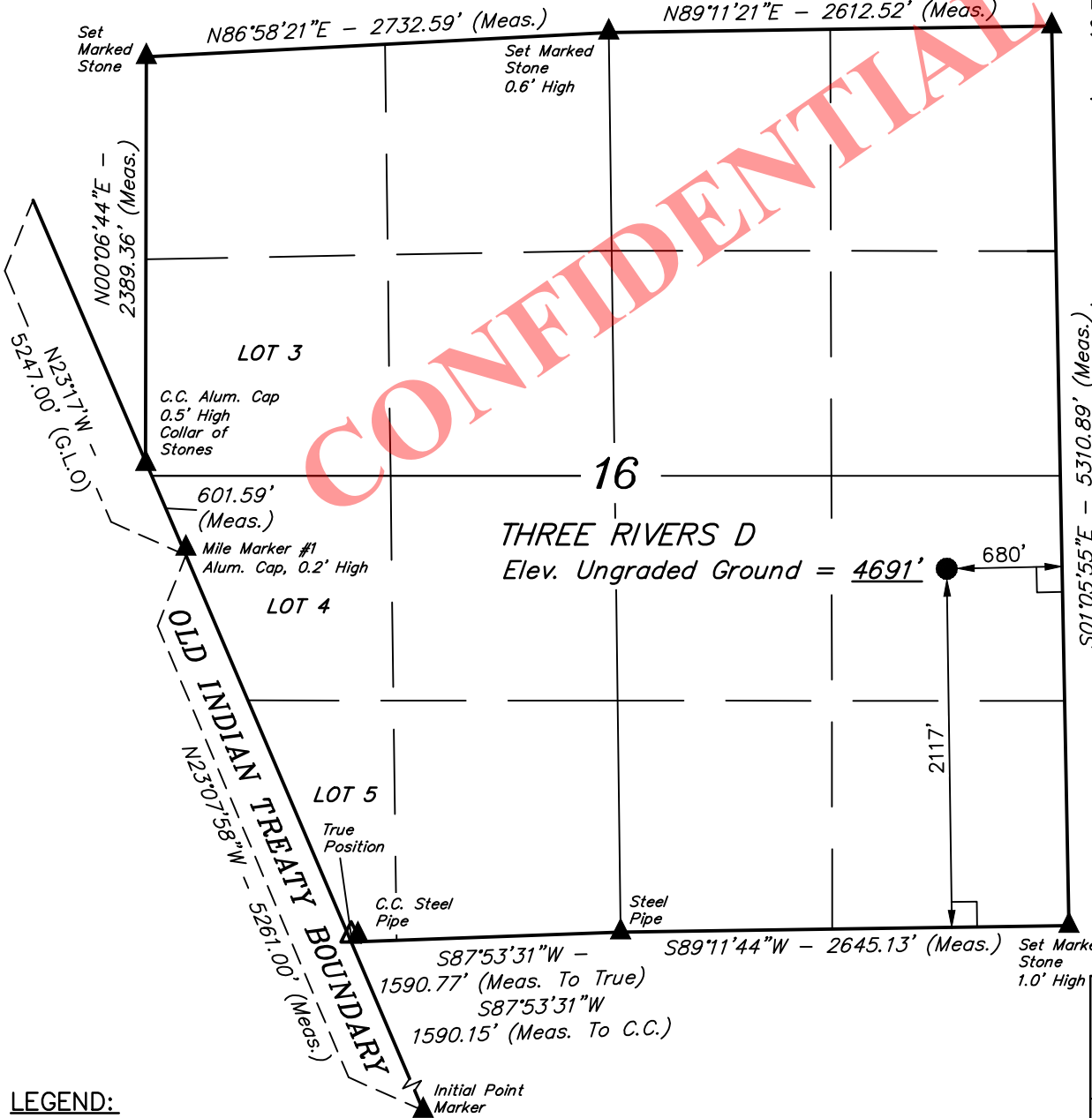
THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

REV: 03-07-13

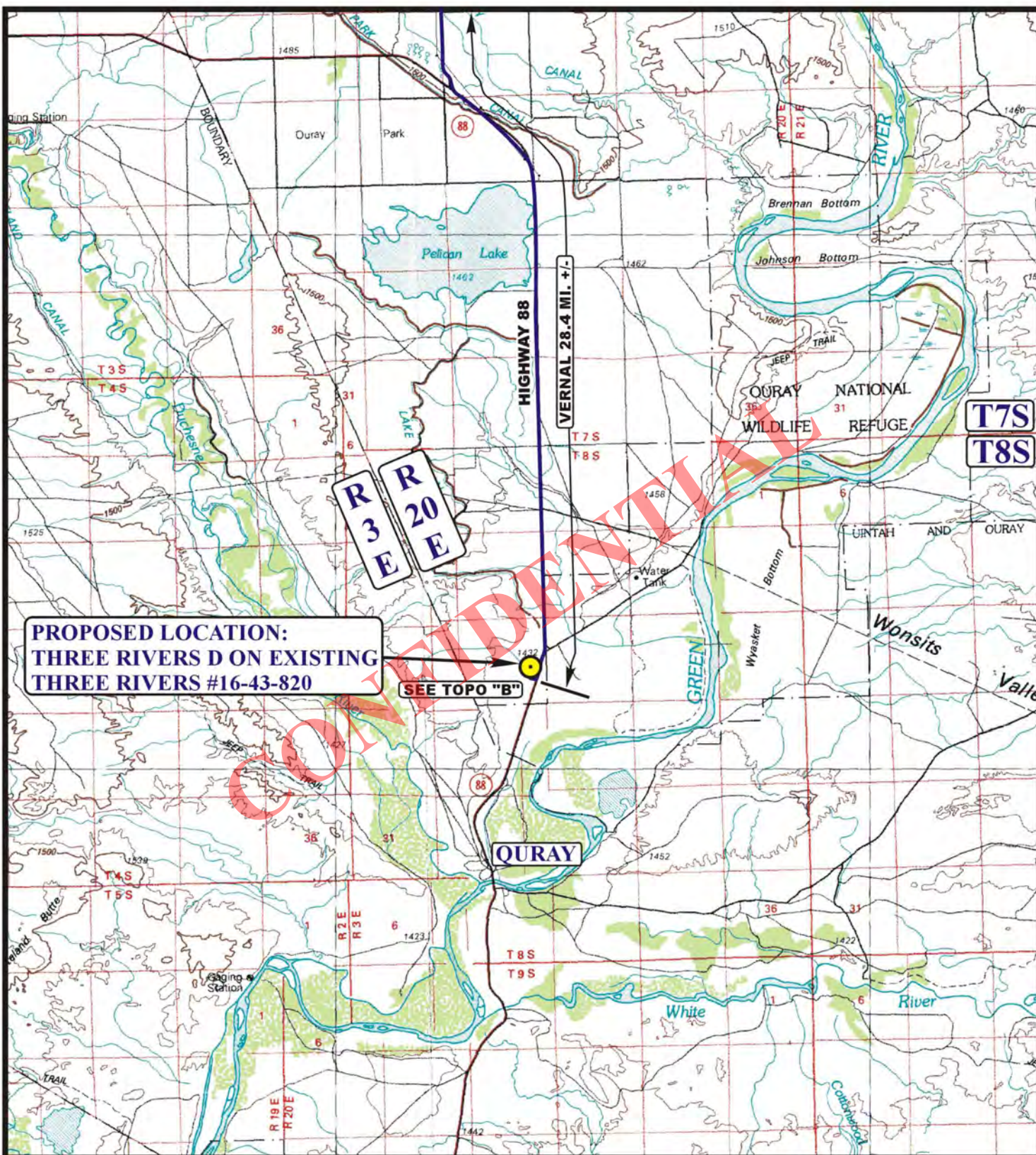
UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST - VERNAL, UTAH 84078
(435) 789-1017

| | | |
|-------------------------|----------------------------|-------------------------|
| SCALE 1" = 1000' | DATE SURVEYED: 06-09-11 | DATE DRAWN: 03-01-13 |
| PARTY M.A. S.W. K.O. | REFERENCES G.L.O. PLAT | |
| WEATHER WARM | FILE AXIA ENERGY | |



| | |
|----------------------------------|------------------------------|
| NAD 83 (SURFACE LOCATION) | |
| LATITUDE | = 40°07'16.10" (40.121139) |
| LONGITUDE | = 109°39'58.19" (109.666164) |
| NAD 27 (SURFACE LOCATION) | |
| LATITUDE | = 40°07'16.23" (40.121175) |
| LONGITUDE | = 109°39'55.69" (109.665469) |

RECEIVED: March 19, 2013



**PROPOSED LOCATION:
THREE RIVERS D ON EXISTING
THREE RIVERS #16-43-820**

SEE TOPO "B"

LEGEND:

 **PROPOSED LOCATION**

AXIA ENERGY

**THREE RIVERS D ON EXISTING
THREE RIVERS #16-43-820
SECTION 16, T8S, R20E, S.L.B.&M.
NE 1/4 SE 1/4**



Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

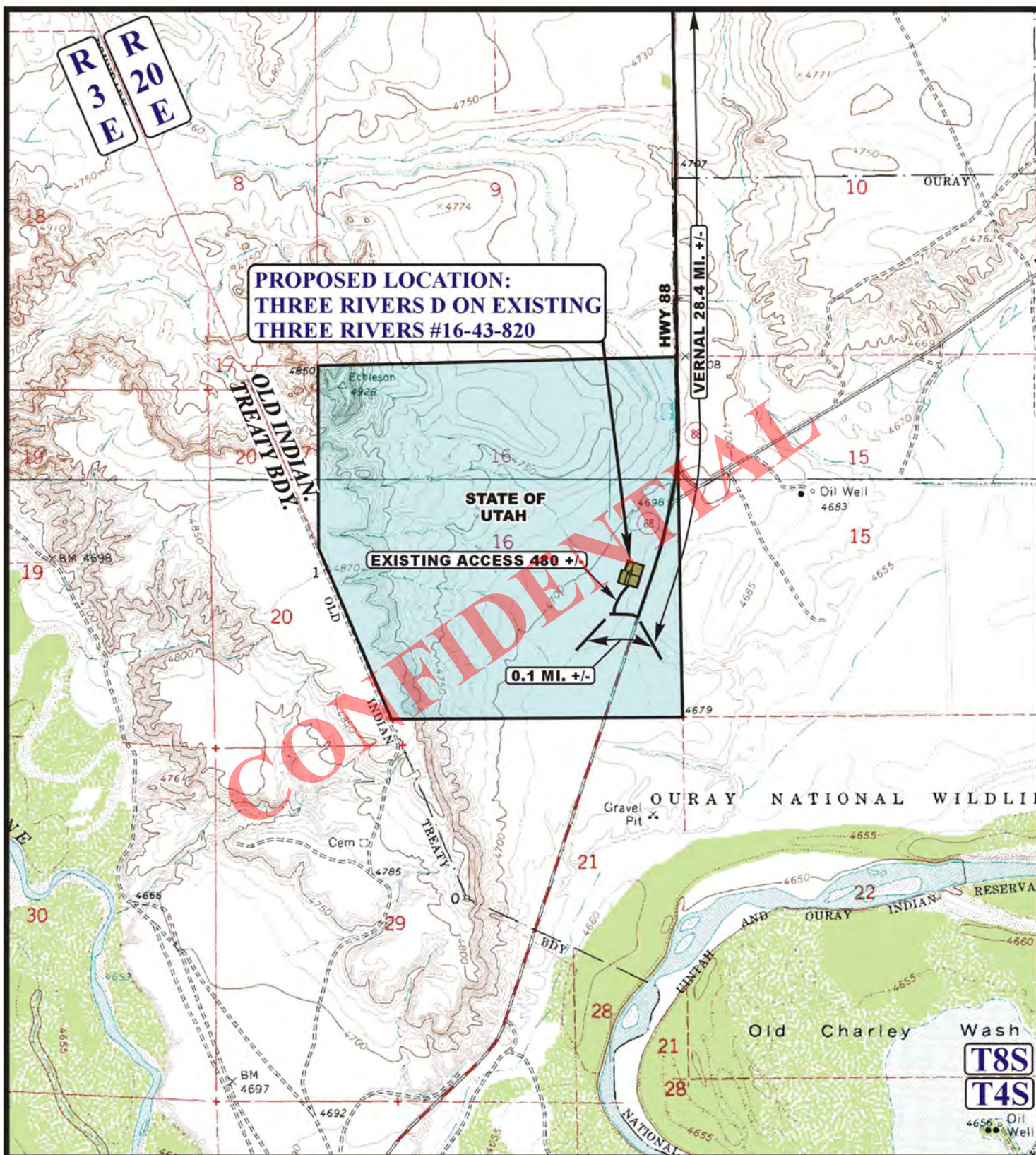


**ACCESS ROAD
MAP**

09 15 11
MONTH DAY YEAR

**A
TOPO**

SCALE: 1:100,000 DRAWN BY: B.D.H. REV: 03-08-13 A.T.

**LEGEND:**

———— EXISTING ROAD
 - - - - - PROPOSED ACCESS ROAD

**AXIA ENERGY**

THREE RIVERS D ON EXISTING
 THREE RIVERS #16-43-820
 SECTION 16, T8S, R20E, S.L.B.&M.
 NE 1/4 SE 1/4



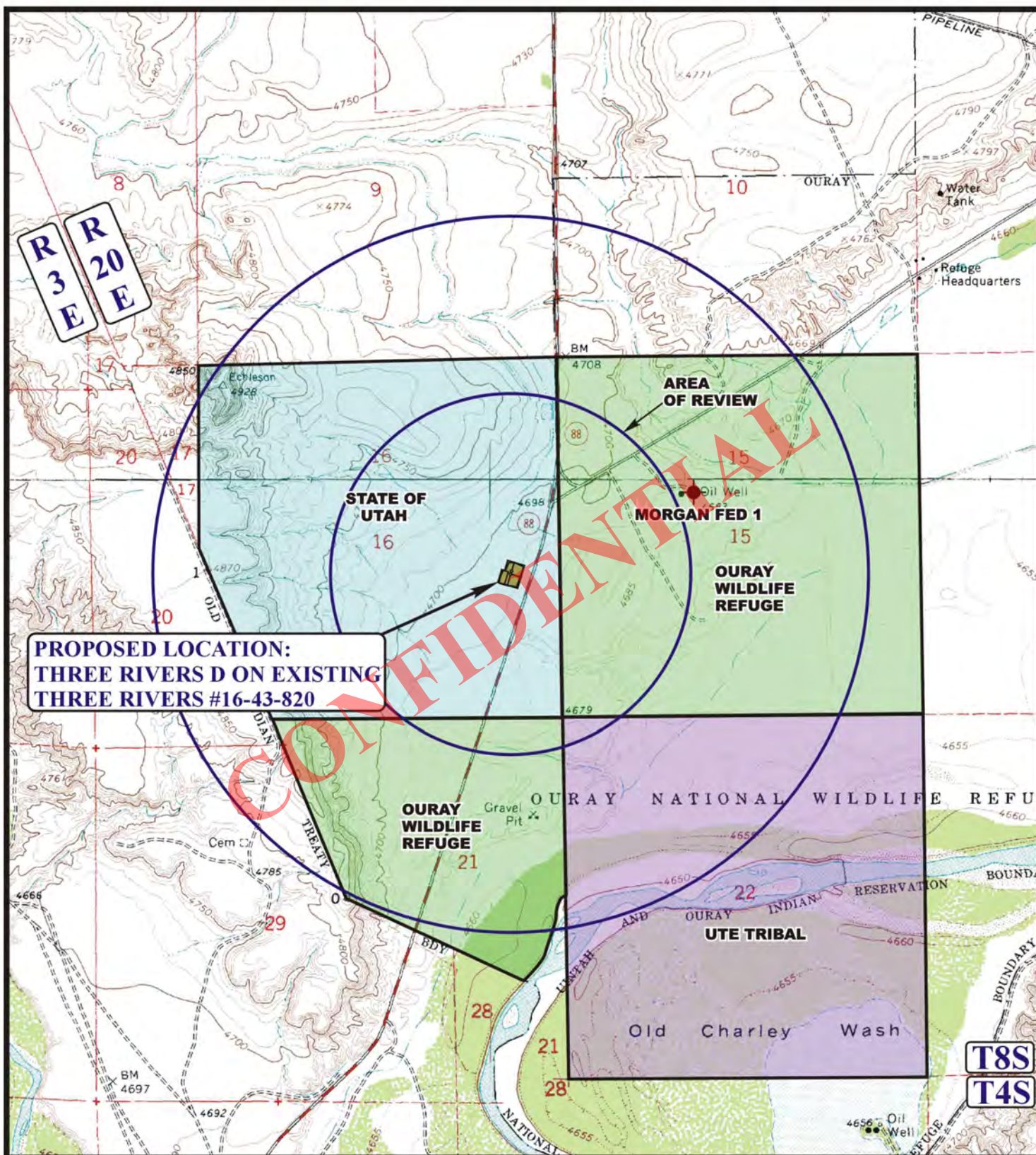
Uintah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
 (435) 789-1017 * FAX (435) 789-1813

**ACCESS ROAD
 M A P**

09 15 11
 MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: B.D.H REV: 03-08-13 A.T.

**B
 TOPO**

**LEGEND:**

- | | |
|-------------------|-------------------------|
| ⊗ DISPOSAL WELLS | ⊕ WATER WELLS |
| ● PRODUCING WELLS | ⊖ ABANDONED WELLS |
| ⦿ SHUT IN WELLS | ⦿ TEMPORARILY ABANDONED |

**AXIA ENERGY**

THREE RIVERS D ON EXISTING
THREE RIVERS #16-43-820
SECTION 16, T8S, R20E, S.L.B.&M.
NE 1/4 SE 1/4



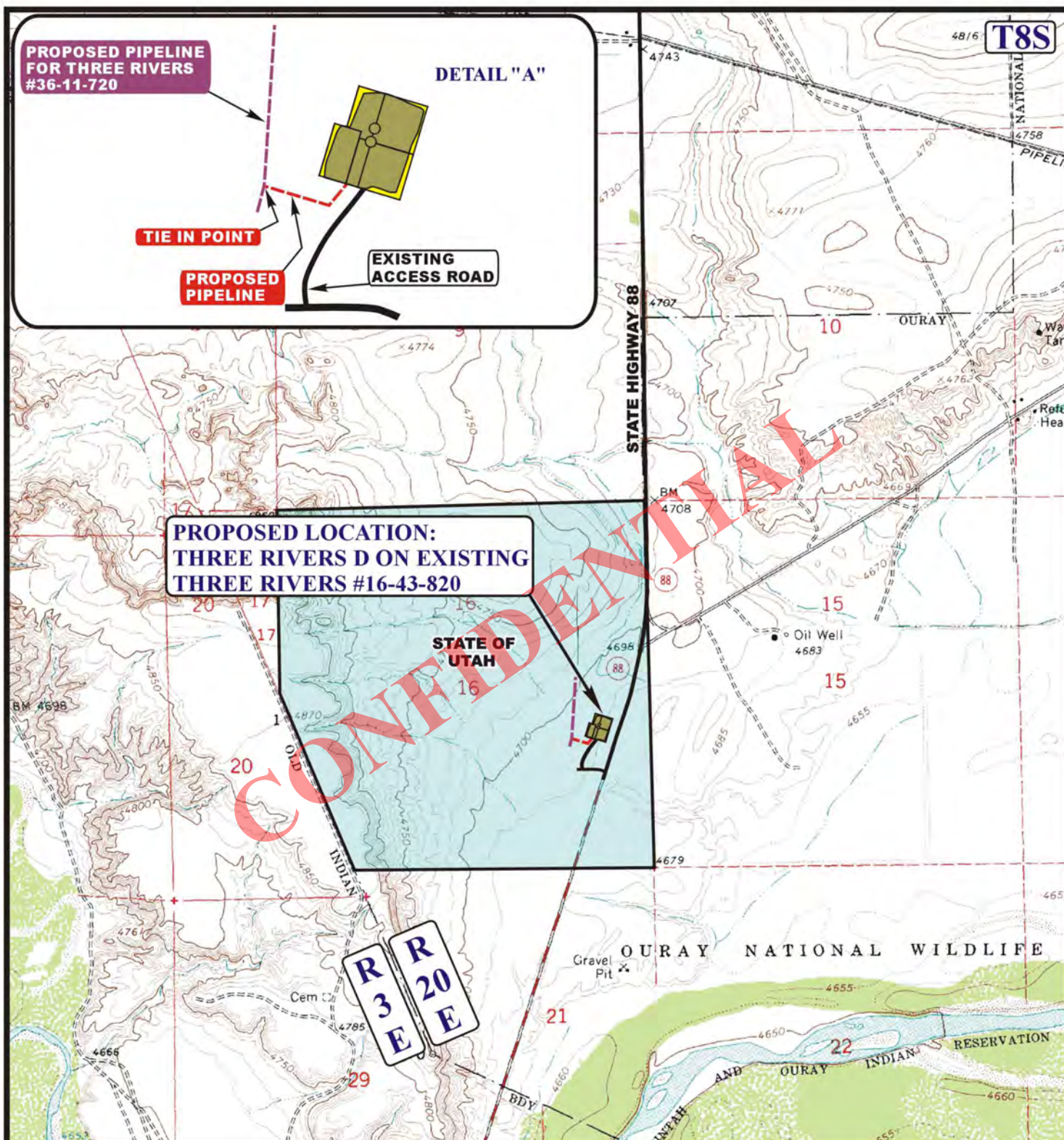
Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

**TOPOGRAPHIC
MAP**

09 15 11
MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: B.D.H REV: 03-08-13 A.T.





APPROXIMATE TOTAL PIPELINE DISTANCE = 390' +/-

LEGEND:

- EXISTING ROAD
- PROPOSED PIPELINE (SERVICING OTHER WELLS)
- PROPOSED PIPELINE



AXIA ENERGY

**THREE RIVERS D ON EXISTING
THREE RIVERS #16-43-820
SECTION 16, T8S, R20E, S.L.B.&M.
NE 1/4 SE 1/4**



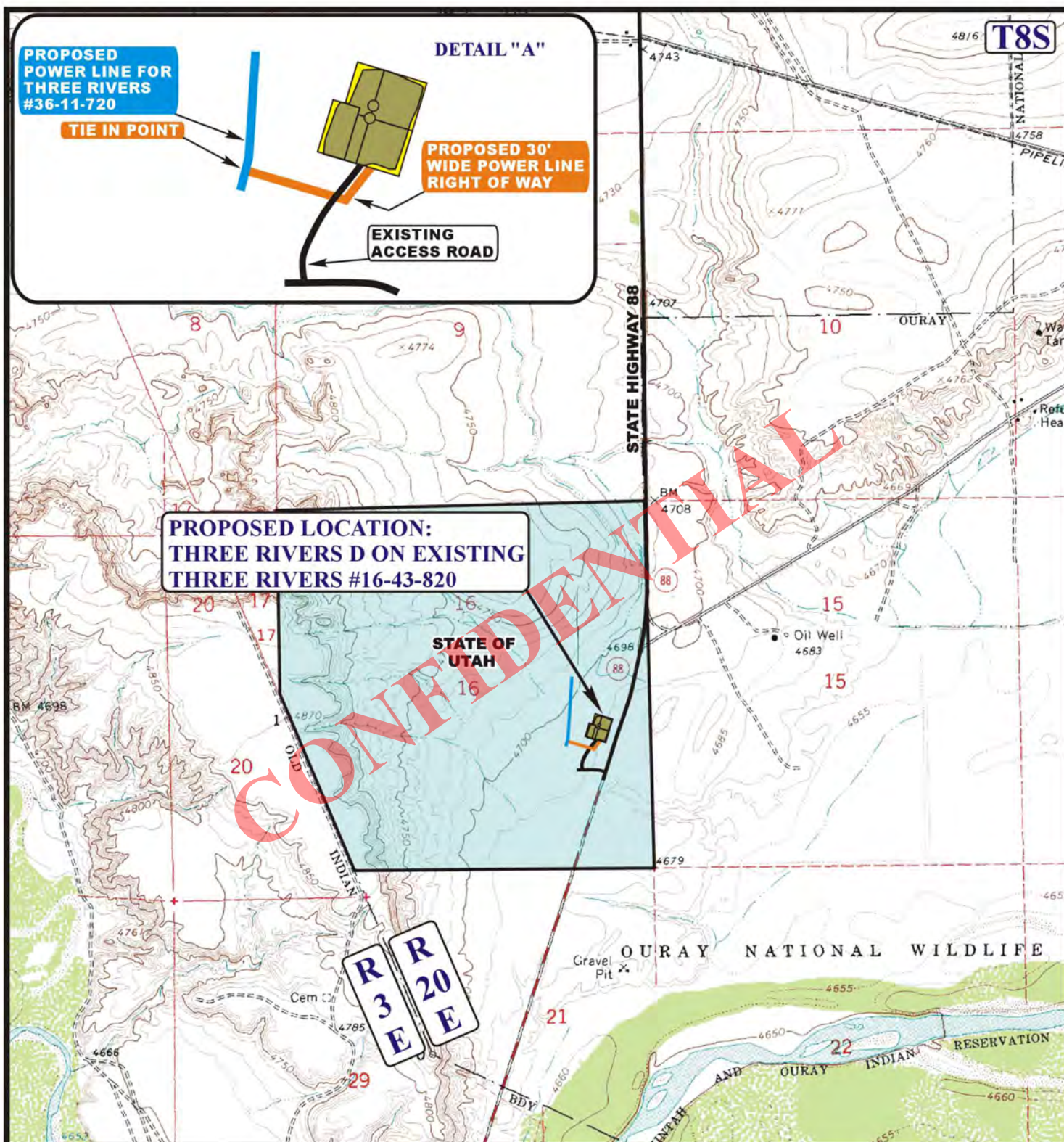
Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

**TOPOGRAPHIC
MAP**

03 29 12
MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: J.L.G. REV: 03-08-13 A.T.





BOP Equipment

3000psi WP

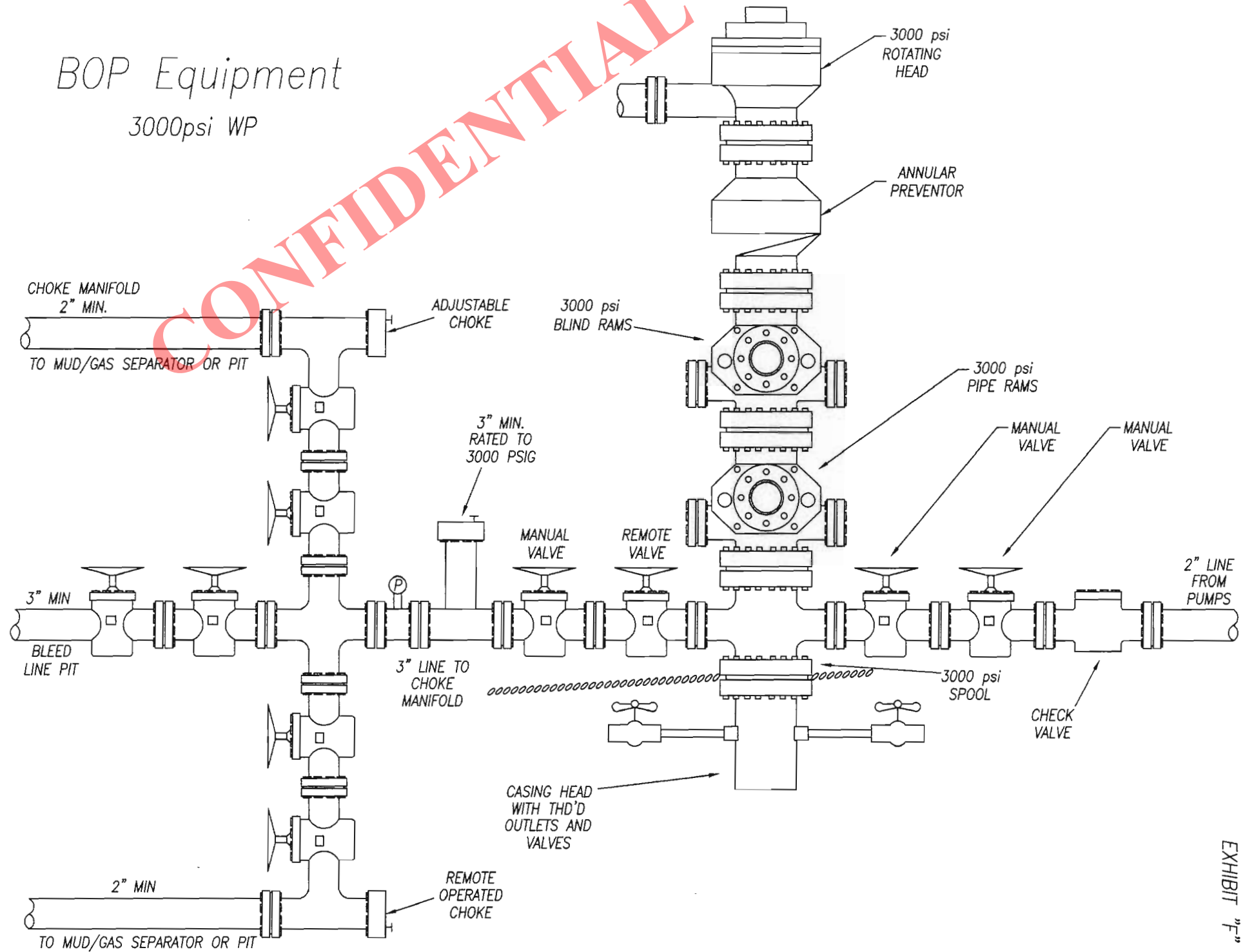


EXHIBIT "F"



2580 Creekview Road
Moab, Utah 84532
435/719-2018

March 19, 2012

Mrs. Diana Mason
State of Utah
Division of Oil Gas and Mining
P.O. Box 145801
Salt Lake City, Utah 84114-5801

RE: Application for Permit to Drill – Axia Energy, LLC – **Three Rivers D**
Surface & Target Location: 2117' FSL & 680' FEL, NE/4 SE/4, Section 16, T8S, R20E,
SLB&M, Uintah County, Utah

Dear Diana:

Axia Energy, LLC respectfully submits this statement that the Three Rivers D well bore will not be completed or utilized for production purposes since it is the second well bore within the drilling unit boundary and will be utilized for the sole use of produced water disposal.

Thank you very much for your timely consideration of this application. Please feel free to contact Jess A. Peonio of Axia Energy, LLC at 720-746-5212 or myself should you have any questions or need additional information.

Sincerely,

Don Hamilton
Agent for Axia Energy, LLC

cc: Jess A. Peonio, Axia Energy, LLC

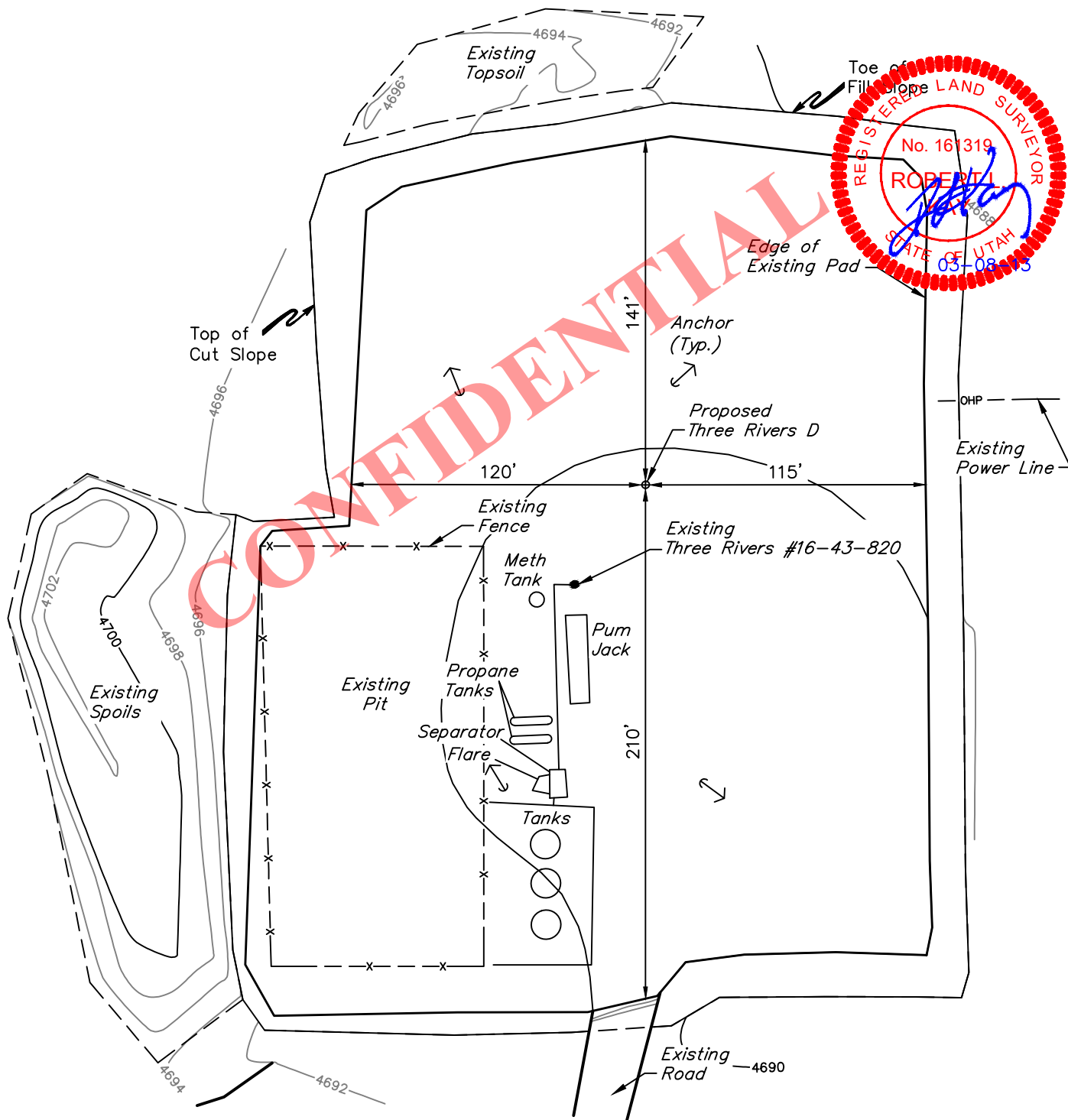
RECEIVED: March 19, 2013

AXIA ENERGY**LOCATION LAYOUT FOR**

THREE RIVERS D ON EXISTING THREE RIVERS #16-43-820
SECTION 16, T8S, R20E, S.L.B.&M.
NE 1/4 SE 1/4

FIGURE #1

SCALE: 1" = 60'
 DATE: 03-07-13
 DRAWN BY: K.O.



Elev. At THREE RIVERS D Loc. Stake = 4690.9'

UINTAH ENGINEERING & LAND SURVEYING
 85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

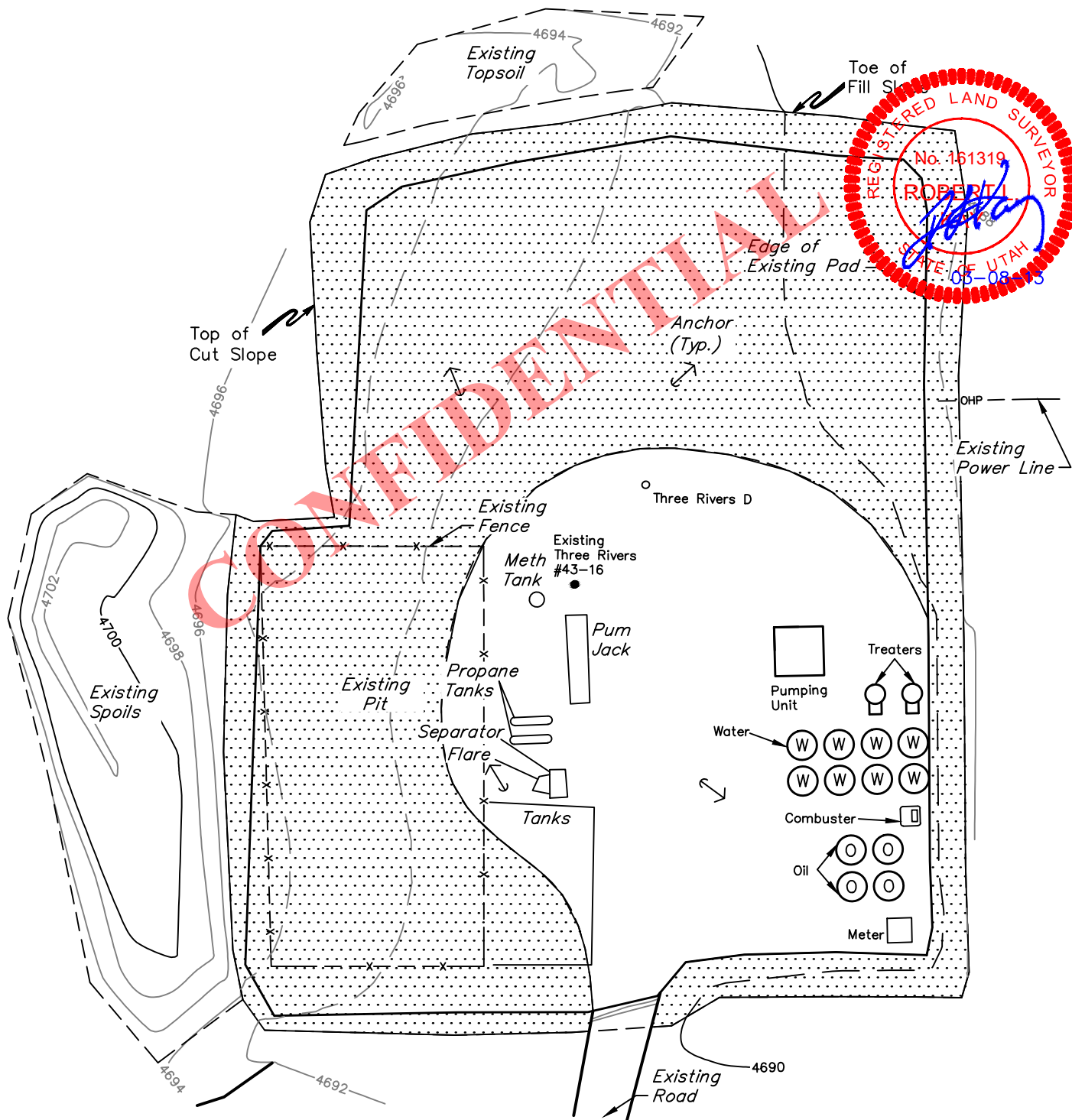
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AXIA ENERGY**PRODUCTION FACILITY LAYOUT FOR**

THREE RIVERS D ON EXISTING THREE RIVERS #16-43-820
SECTION 16, T8S, R20E, S.L.B.&M.
NE 1/4 SE 1/4

FIGURE #2

SCALE: 1" = 60'
DATE: 03-07-13
DRAWN BY: K.O.

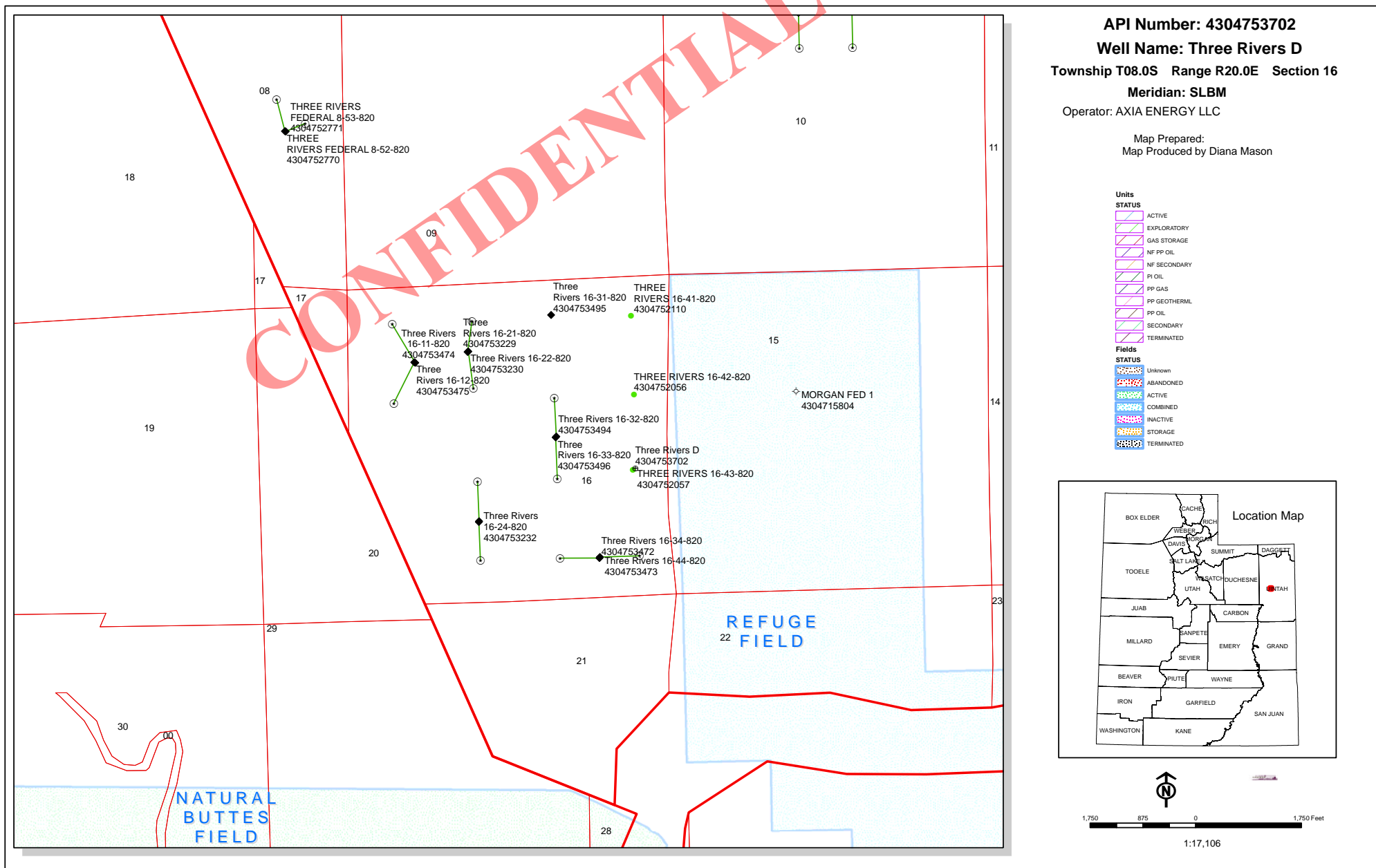


RECLAIMED AREA

APPROXIMATE ACREAGESUN-RECLAIMED = ± 0.818 ACRES**UINTAH ENGINEERING & LAND SURVEYING**

85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

RECEIVED: March 19, 2013

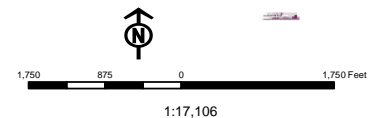
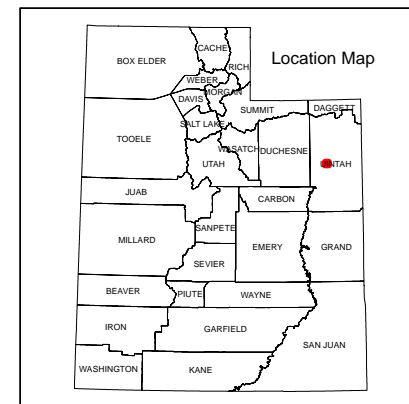


API Number: 4304753702
Well Name: Three Rivers D
Township T08.0S Range R20.0E Section 16
Meridian: SLBM
Operator: AXIA ENERGY LLC

Map Prepared:
 Map Produced by Diana Mason

| Units | |
|---------------|--|
| STATUS | |
| ACTIVE | |
| EXPLORATORY | |
| GAS STORAGE | |
| NF PP OIL | |
| NF SECONDARY | |
| PI OIL | |
| PP GAS | |
| PP GEOTHERMAL | |
| PP OIL | |
| SECONDARY | |
| TERMINATED | |

| Fields | |
|------------|--|
| STATUS | |
| Unknown | |
| ABANDONED | |
| ACTIVE | |
| COMBINED | |
| INACTIVE | |
| STORAGE | |
| TERMINATED | |



| | | | | |
|--|---|-------|--|--|
| Well Name | AXIA ENERGY LLC Three Rivers D 43047537020000 | | | |
| String | Surf | Prod | | |
| Casing Size(") | 8.625 | 5.500 | | |
| Setting Depth (TVD) | 1500 | 3573 | | |
| Previous Shoe Setting Depth (TVD) | 0 | 1500 | | |
| Max Mud Weight (ppg) | 8.7 | 9.2 | | |
| BOPE Proposed (psi) | 1000 | 3000 | | |
| Casing Internal Yield (psi) | 2950 | 5320 | | |
| Operators Max Anticipated Pressure (psi) | 1547 | 8.3 | | |

| | | | | |
|---|--|-------|---|----|
| Calculations | Surf String | 8.625 | " | |
| Max BHP (psi) | .052*Setting Depth*MW= | 679 | | |
| | | | BOPE Adequate For Drilling And Setting Casing at Depth? | |
| MASP (Gas) (psi) | Max BHP-(0.12*Setting Depth)= | 499 | YES | |
| MASP (Gas/Mud) (psi) | Max BHP-(0.22*Setting Depth)= | 349 | YES | OK |
| | | | *Can Full Expected Pressure Be Held At Previous Shoe? | |
| Pressure At Previous Shoe | Max BHP-.22*(Setting Depth - Previous Shoe Depth)= | 349 | NO | OK |
| Required Casing/BOPE Test Pressure= | | 1500 | psi | |
| *Max Pressure Allowed @ Previous Casing Shoe= | | 0 | psi *Assumes 1psi/ft frac gradient | |

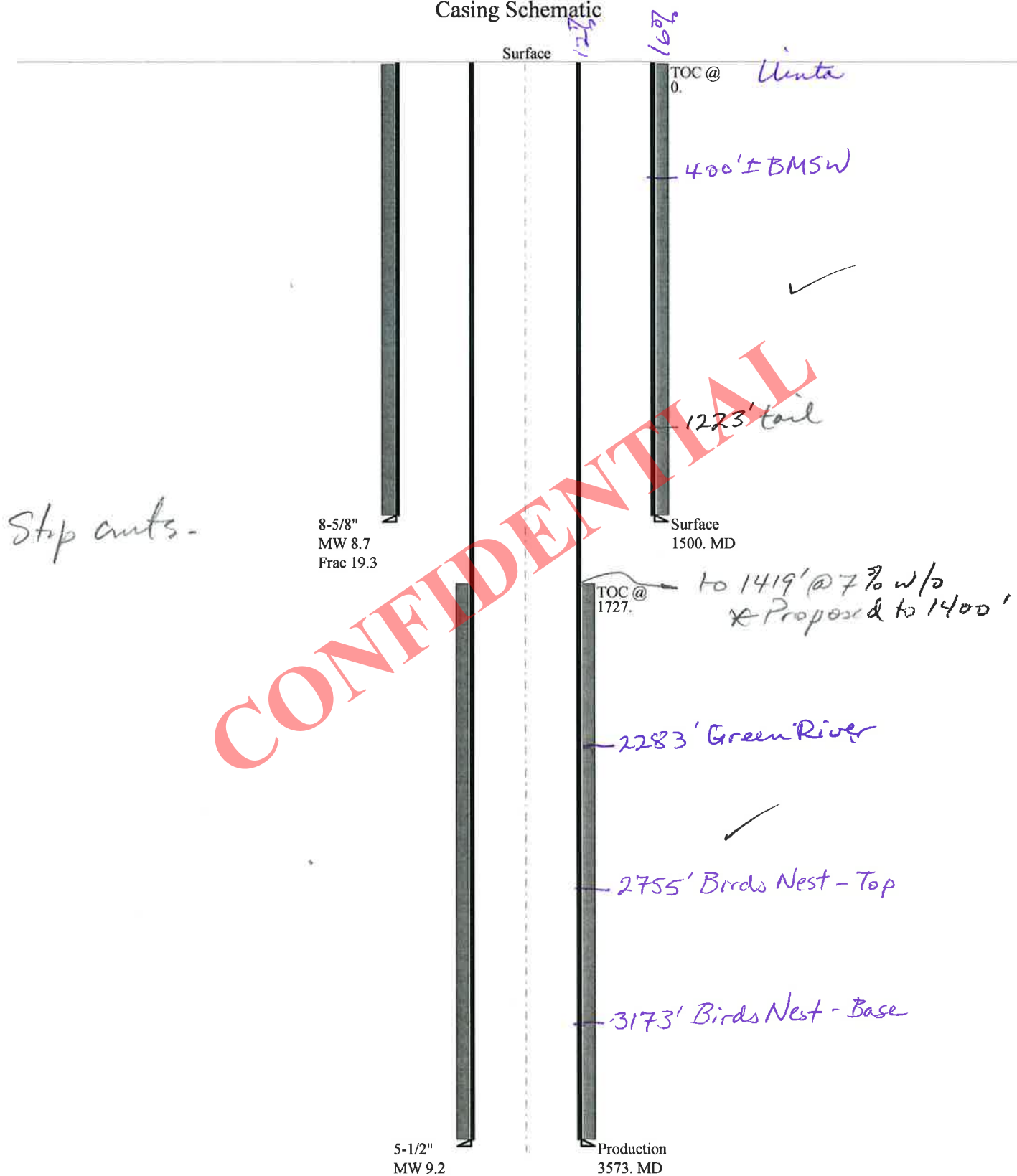
| | | | | |
|---|--|-------|---|----|
| Calculations | Prod String | 5.500 | " | |
| Max BHP (psi) | .052*Setting Depth*MW= | 1709 | | |
| | | | BOPE Adequate For Drilling And Setting Casing at Depth? | |
| MASP (Gas) (psi) | Max BHP-(0.12*Setting Depth)= | 1280 | YES | |
| MASP (Gas/Mud) (psi) | Max BHP-(0.22*Setting Depth)= | 923 | YES | OK |
| | | | *Can Full Expected Pressure Be Held At Previous Shoe? | |
| Pressure At Previous Shoe | Max BHP-.22*(Setting Depth - Previous Shoe Depth)= | 1253 | YES | OK |
| Required Casing/BOPE Test Pressure= | | 3000 | psi | |
| *Max Pressure Allowed @ Previous Casing Shoe= | | 1500 | psi *Assumes 1psi/ft frac gradient | |

| | | | | |
|---|--|--|---|--|
| Calculations | String | | " | |
| Max BHP (psi) | .052*Setting Depth*MW= | | | |
| | | | BOPE Adequate For Drilling And Setting Casing at Depth? | |
| MASP (Gas) (psi) | Max BHP-(0.12*Setting Depth)= | | NO | |
| MASP (Gas/Mud) (psi) | Max BHP-(0.22*Setting Depth)= | | NO | |
| | | | *Can Full Expected Pressure Be Held At Previous Shoe? | |
| Pressure At Previous Shoe | Max BHP-.22*(Setting Depth - Previous Shoe Depth)= | | NO | |
| Required Casing/BOPE Test Pressure= | | | psi | |
| *Max Pressure Allowed @ Previous Casing Shoe= | | | psi *Assumes 1psi/ft frac gradient | |

| | | | | |
|---|--|--|---|--|
| Calculations | String | | " | |
| Max BHP (psi) | .052*Setting Depth*MW= | | | |
| | | | BOPE Adequate For Drilling And Setting Casing at Depth? | |
| MASP (Gas) (psi) | Max BHP-(0.12*Setting Depth)= | | NO | |
| MASP (Gas/Mud) (psi) | Max BHP-(0.22*Setting Depth)= | | NO | |
| | | | *Can Full Expected Pressure Be Held At Previous Shoe? | |
| Pressure At Previous Shoe | Max BHP-.22*(Setting Depth - Previous Shoe Depth)= | | NO | |
| Required Casing/BOPE Test Pressure= | | | psi | |
| *Max Pressure Allowed @ Previous Casing Shoe= | | | psi *Assumes 1psi/ft frac gradient | |

43047537020000 Three Rivers D

Casing Schematic



Well name:

43047537020000 Three Rivers DOperator: **AXIA ENERGY LLC**String type: **Surface**

Project ID:

43-047-53702Location: **UINTAH COUNTY****Design parameters:****Collapse**

Mud weight: 8.700 ppg
Design is based on evacuated pipe.

Minimum design factors:**Collapse:**

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No
Surface temperature: 74 °F
Bottom hole temperature: 95 °F
Temperature gradient: 1.40 °F/100ft
Minimum section length: 100 ft

Cement top: Surface

Burst

Max anticipated surface pressure: 1,279 psi
Internal gradient: 0.120 psi/ft
Calculated BHP 1,459 psi

No backup mud specified.

Tension:

8 Round STC: 1.80 (J)
8 Round LTC: 1.70 (J)
Buttress: 1.60 (J)
Premium: 1.50 (J)
Body yield: 1.50 (B)

Tension is based on buoyed weight.
Neutral point: 1,304 ft

Non-directional string.**Re subsequent strings:**

Next setting depth: 3,573 ft
Next mud weight: 9.200 ppg
Next setting BHP: 1,708 psi
Fracture mud wt: 19.250 ppg
Fracture depth: 1,500 ft
Injection pressure: 1,500 psi

| Run Seq | Segment Length (ft) | Size (in) | Nominal Weight (lbs/ft) | Grade | End Finish | True Vert Depth (ft) | Measured Depth (ft) | Drift Diameter (in) | Est. Cost (\$) |
|---------|---------------------|-------------------------|-------------------------|------------------|----------------------|----------------------|---------------------|-------------------------|-----------------------|
| 1 | 1500 | 8.625 | 24.00 | J-55 | ST&C | 1500 | 1500 | 7.972 | 7722 |
| Run Seq | Collapse Load (psi) | Collapse Strength (psi) | Collapse Design Factor | Burst Load (psi) | Burst Strength (psi) | Burst Design Factor | Tension Load (kips) | Tension Strength (kips) | Tension Design Factor |
| 1 | 678 | 1370 | 2.021 | 1459 | 2950 | 2.02 | 31.3 | 244 | 7.80 J |

Prepared Helen Sadik-Macdonald
by: Div of Oil, Gas & Mining

Phone: 801 538-5357
FAX: 801-359-3940

Date: May 16, 2013
Salt Lake City, Utah

Remarks:

Collapse is based on a vertical depth of 1500 ft, a mud weight of 8.7 ppg. The casing is considered to be evacuated for collapse purposes. Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

Well name:

43047537020000 Three Rivers DOperator: **AXIA ENERGY LLC**

String type: Production

Project ID:

43-047-53702

Location: UINTAH COUNTY

Design parameters:**Collapse**

Mud weight: 9.200 ppg

Design is based on evacuated pipe.

Minimum design factors:**Collapse:**

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No

Surface temperature: 74 °F

Bottom hole temperature: 124 °F

Temperature gradient: 1.40 °F/100ft

Minimum section length: 1,000 ft

Cement top: 1,727 ft

Burst

Max anticipated surface pressure:

922 psi

Internal gradient: 0.220 psi/ft

Calculated BHP 1,708 psi

No backup mud specified.

Tension:

8 Round STC: 1.80 (J)

8 Round LTC: 1.80 (J)

Buttress: 1.60 (J)

Premium: 1.50 (J)

Body yield: 1.60 (B)

Non-directional string.

Tension is based on air weight.

Neutral point: 3,075 ft

| Run Seq | Segment Length (ft) | Size (in) | Nominal Weight (lbs/ft) | Grade | End Finish | True Vert Depth (ft) | Measured Depth (ft) | Drift Diameter (in) | Est. Cost (\$) |
|---------|---------------------|-------------------------|-------------------------|------------------|----------------------|----------------------|---------------------|-------------------------|-----------------------|
| 1 | 3573 | 5.5 | 17.00 | J-55 | LT&C | 3573 | 3573 | 4.767 | 13843 |
| Run Seq | Collapse Load (psi) | Collapse Strength (psi) | Collapse Design Factor | Burst Load (psi) | Burst Strength (psi) | Burst Design Factor | Tension Load (kips) | Tension Strength (kips) | Tension Design Factor |
| 1 | 1708 | 4910 | 2.875 | 1708 | 5320 | 3.12 | 60.7 | 247 | 4.07 J |

Prepared by: Helen Sadik-Macdonald
Div of Oil, Gas & MiningPhone: 801 538-5357
FAX: 801-359-3940Date: May 16, 2013
Salt Lake City, Utah**Remarks:**

Collapse is based on a vertical depth of 3573 ft, a mud weight of 9.2 ppg. The casing is considered to be evacuated for collapse purposes. Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.



Diana Mason <dianawhitney@utah.gov>

Re: SITLAs approval

Chris Fausett <chrisfausett@utah.gov>

Wed, Jul 10, 2013 at 9:05 AM

To: Diana Mason <dianawhitney@utah.gov>

Cc: Brad Hill <bradhill@utah.gov>, "Davis, Jim" <jimdavis1@utah.gov>

Diana,

To follow up on your email a couple of weeks ago regarding the APD for the following well:

Three Rivers D / 43047537020000 / Sent to SITLA on 3/20/2013 ### This APD is approved by SITLA. We are in the process of entering into a lease with the operator for the operation of this proposed water disposal well, however our lease will not be finalized until the well has been converted to a disposal well and the UIC permit has been issued. We are fine with them proceeding to drill the well but they will not be permitted to begin disposal operations in the well until our lease agreement is finalized.

Please let me know if you have any questions.

Thanks,

Chris Fausett | Resource Specialist**State of Utah**

School and Institutional

Trust Lands Administration

675 E 500 S Ste 500, Salt Lake City, UT 84102

P: (801) 538-5139

On Thu, Jun 20, 2013 at 9:26 AM, Jim Davis <jimdavis1@utah.gov> wrote:

Diana,

GORDON CREEK STATE NE 27-13-8 / [43007503580000](#) / Sent to SITLA on 12/5/2012 ### After the time the APD was submitted for this well, the surface rights were transferred from SITLA to DWR. Nichole Nielson in Price will probably be a good point of contact. I've copied her on this email. (Hi, Nicole!)

GORDON CREEK STATE NW 32-14-8 / [43007503530000](#) / Sent to SITLA on 12/4/2012 ### During the presite for this well it was determined that the proposed location would be problematic. Myself, Mark Jones and Barry Brumwell discussed moving the pad southwest up the draw a bit. Thunderbird is doing the work of getting the alternate location surveyed. The ball is in their court. I assume they'll revise and resubmit their APD.

Three Rivers D / [43047537020000](#) / Sent to SITLA on 3/20/2013 ### Chris Fausett handles the permitting of disposal wells for SITLA. He's out of the office today, but I'll follow-up with him to see where that one is in his process.

Thanks, Diana.

-Jim

On Thu, Jun 20, 2013 at 8:40 AM, Diana Mason <dianawhitney@utah.gov> wrote:
Hi Jim,

Do you have an approval for the following APDs?

GORDON CREEK STATE NE 27-13-8 / [43007503580000](#) / Sent to SITLA on 12/5/2012
GORDON CREEK STATE NW 32-14-8 / [43007503530000](#) / Sent to SITLA on 12/4/2012
Three Rivers D / [43047537020000](#) / Sent to SITLA on 3/20/2013

Thank you,
Diana

--
jimdavis1@utah.gov
(801) 538-5156

CONFIDENTIAL

ON-SITE PREDRILL EVALUATION

Utah Division of Oil, Gas and Mining

Operator AXIA ENERGY LLC
Well Name Three Rivers D
API Number 43047537020000 **APD No** 7810 **Field/Unit** UNDESIGNATED
Location: 1/4,1/4 NESE **Sec** 16 **Tw** 8.0S **Rng** 20.0E 2117 FSL 680 FEL
GPS Coord (UTM) **Surface Owner**

Participants

Chris Fausett (SITLA), Bart Hunting (surveyor), Jim Burns (permit consultant), John Busch (Axia)

Regional/Local Setting & Topography

This location sits on long gentle rise approximately 1 mile north and west of the Green River. The land rises gradually from the Green River north and west toward Pelican Lake approximately 4.5 miles to the north. The location is approximately 250 feet west of Hwy 88 approximately 14 south of Hwy 40.

The Ouray National Wildlife Refuge is situated just to the east of this location on the east side of Hwy 88 and the Uintah and Ouray Indian Reservation border lays approximately ¾ mile to the west.

Surface Use Plan

Current Surface Use

Existing Well Pad

**New Road
Miles**

0

Well Pad

Width Length

Src Const Material

Onsite

Surface Formation

Ancillary Facilities N

Waste Management Plan Adequate? Y

Environmental Parameters

Affected Floodplains and/or Wetlands N

Flora / Fauna

Soil Type and Characteristics

Sandy loam soil with scattered gravel on surface

Erosion Issues N

Sedimentation Issues N

Site Stability Issues N

Drainage Diversion Required? N

Berm Required? N

Erosion Sedimentation Control Required? N

Paleo Survey Run? Y Paleo Potential Observed? N Cultural Survey Run? Y Cultural Resources? N

Reserve Pit

Site-Specific Factors

Site Ranking

Distance to Groundwater (feet)

Distance to Surface Water (feet)

Dist. Nearest Municipal Well (ft)

Distance to Other Wells (feet)

Native Soil Type

Fluid Type

Drill Cuttings

Annual Precipitation (inches)

Affected Populations

Presence Nearby Utility Conduits

Final Score

Sensitivity Level

Characteristics / Requirements

Will use existing pit. Liner OK

Closed Loop Mud Required? Liner Required? Liner Thickness Pit Underlayment Required?

Other Observations / Comments

Richard Powell
Evaluator

4/24/2013
Date / Time

Application for Permit to Drill Statement of Basis Utah Division of Oil, Gas and Mining

| APD No | API WellNo | Status | Well Type | Surf Owner | CBM |
|-----------|---|--------|-------------------|------------|-----|
| 7810 | 43047537020000 | LOCKED | WD | S | No |
| Operator | AXIA ENERGY LLC | | Surface Owner-APD | | |
| Well Name | Three Rivers D | | Unit | | |
| Field | UNDESIGNATED | | Type of Work | DRILL | |
| Location | NESE 16 8S 20E S 2117 FSL 680 FEL GPS Coord (UTM) 613660E 4442053N | | | | |

Geologic Statement of Basis

Axia proposes to set 1,500 feet of surface pipe, cemented to surface. The depth to the base of the moderately saline water at this location is estimated to be at approximately 400 feet. A search of Division of Water Rights records shows no water wells within a 10,000 foot radius of the center of Section 16. The surface formation at this site is the Uinta Formation and alluvium derived from the Uinta Formation. The Uinta Formation is made up of interbedded shales and sandstones. The sandstones are mostly lenticular and discontinuous and should not be a significant source of useable ground water. The proposed casing and cement should adequately protect ground water in this area.

Brad Hill
APD Evaluator

5/8/2013
Date / Time

Surface Statement of Basis

This proposed injection well is on an existing pad. This site is on SITLA surface. There will be no additional disturbance. SITLA representative Chris Fausett was present for this onsite and expressed no concerns with the addition of this well to the pad. This well pad appears stable, it is bermed and appears to be a good site for the placement of this proposed injection well.

Richard Powell
Onsite Evaluator

4/24/2013
Date / Time

Conditions of Approval / Application for Permit to Drill

| Category | Condition |
|----------|---|
| Pits | A synthetic liner with a minimum thickness of 16 mils with a felt subliner shall be properly installed and maintained in the reserve pit. |
| Surface | The well site shall be bermed to prevent fluids from leaving the pad. |
| Surface | The reserve pit shall be fenced upon completion of drilling operations. |

WORKSHEET APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 3/19/2013

API NO. ASSIGNED: 43047537020000

WELL NAME: Three Rivers D

OPERATOR: AXIA ENERGY LLC (N3765)

PHONE NUMBER: 435 719-2018

CONTACT: Don Hamilton

PROPOSED LOCATION: NESE 16 080S 200E

Permit Tech Review: ☒

SURFACE: 2117 FSL 0680 FEL

Engineering Review: ☒

BOTTOM: 2117 FSL 0680 FEL

Geology Review: ☒

COUNTY: Uintah

LATITUDE: 40.12112

LONGITUDE: -109.66612

UTM SURF EASTINGS: 613660.00

NORTHINGS: 4442053.00

FIELD NAME: UNDESIGNATED

LEASE TYPE: 3 - State

LEASE NUMBER: ML-49319

PROPOSED PRODUCING FORMATION(S): GREEN RIVER

SURFACE OWNER: 3 - State

COALBED METHANE: NO

RECEIVED AND/OR REVIEWED:

☒ PLAT☒ Bond: STATE/FEE - LPM9046682☐ Potash☐ Oil Shale 190-5☐ Oil Shale 190-3☐ Oil Shale 190-13☒ Water Permit: 49-2262 RNI at Green River☐ RDCC Review:☐ Fee Surface Agreement☐ Intent to Commingle

Commingle Approved

LOCATION AND SITING:

☐ R649-2-3.

Unit:

☐ R649-3-2. General☐ R649-3-3. Exception☒ Drilling Unit

Board Cause No: R649-3-2

Effective Date:

Siting:

☐ R649-3-11. Directional Drill

Comments: Presite Completed

Stipulations: 5 - Statement of Basis - bhill
12 - Cement Volume (3) - ddoucet
23 - Spacing - dmason

RECEIVED: July 15, 2013



GARY R. HERBERT
Governor

GREGORY S. BELL
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

Permit To Drill

Well Name: Three Rivers D
API Well Number: 43047537020000
Lease Number: ML-49319
Surface Owner: STATE
Approval Date: 7/15/2013

Issued to:

AXIA ENERGY LLC, 1430 Larimer Ste 400, Denver, CO 80202

Authority:

Pursuant to Utah Code Ann. 40-6-1 et seq., and Utah Administrative Code R649-3-1 et seq., the Utah Division of Oil, Gas and Mining issues conditions of approval, and permit to drill the listed well. This permit is issued in accordance with the requirements of R649-3-2. The expected producing formation or pool is the GREEN RIVER Formation(s), completion into any other zones will require filing a Sundry Notice (Form 9). Completion and commingling of more than one pool will require approval in accordance with R649-3-22.

Duration:

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date

General:

Compliance with the requirements of Utah Admin. R. 649-1 et seq., the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

Conditions of Approval:

This proposed well is located in an area for which drilling units (well spacing patterns) have not been established through an order of the Board of Oil, Gas and Mining (the "Board"). In order to avoid the possibility of waste or injury to correlative rights, the operator is requested, once the well has been drilled, completed, and has produced, to analyze geological and engineering data generated therefrom, as well as any similar data from surrounding areas if available. As soon as is practicable after completion of its analysis, and if the analysis suggests an area larger than the quarter-quarter section upon which the well is located is being drained, the operator is requested to seek an appropriate order from the Board establishing drilling and spacing units in conformance with such analysis by filing a Request for Agency Action with the Board.

Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis (copy attached).

Cement volume for the 5 1/2" production string shall be determined from actual

hole diameter in order to place cement from the pipe setting depth back to 1400' MD as indicated in the submitted drilling plan.

Additional Approvals:

The operator is required to obtain approval from the Division of Oil, Gas and mining before performing any of the following actions during the drilling of this well:

- Any changes to the approved drilling plan - contact Dustin Doucet
- Significant plug back of the well - contact Dustin Doucet
- Plug and abandonment of the well - contact Dustin Doucet

Notification Requirements:

The operator is required to notify the Division of Oil, Gas and Mining of the following actions during drilling of this well:

- Within 24 hours following the spudding of the well - contact Carol Daniels
OR
submit an electronic sundry notice (pre-registration required) via the Utah Oil & Gas website
at <http://oilgas.ogm.utah.gov>
- 24 hours prior to testing blowout prevention equipment - contact Dan Jarvis
- 24 hours prior to cementing or testing casing - contact Dan Jarvis
- Within 24 hours of making any emergency changes to the approved drilling program
- contact Dustin Doucet
- 24 hours prior to commencing operations to plug and abandon the well - contact Dan Jarvis

Contact Information:

The following are Division of Oil, Gas and Mining contacts and their telephone numbers (please leave a voicemail message if the person is not available to take the call):

- Carol Daniels 801-538-5284 - office
- Dustin Doucet 801-538-5281 - office
801-733-0983 - after office hours
- Dan Jarvis 801-538-5338 - office
801-231-8956 - after office hours

Reporting Requirements:

All reports, forms and submittals as required by the Utah Oil and Gas Conservation General Rules will be promptly filed with the Division of Oil, Gas and Mining, including but not limited to:

- Entity Action Form (Form 6) - due within 5 days of spudding the well
- Monthly Status Report (Form 9) - due by 5th day of the following calendar month
- Requests to Change Plans (Form 9) - due prior to implementation
- Written Notice of Emergency Changes (Form 9) - due within 5 days
- Notice of Operations Suspension or Resumption (Form 9) - due prior to implementation
- Report of Water Encountered (Form 7) - due within 30 days after completion
- Well Completion Report (Form 8) - due within 30 days after completion or plugging

Approved By:

A handwritten signature in black ink, appearing to read "J. Rogers", written in a cursive style.

For John Rogers
Associate Director, Oil & Gas

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Request to Transfer Application or Permit to Drill

(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

| | |
|---|---|
| Well name: | See Attached List |
| API number: | |
| Location: | Qtr-Qtr: Section: Township: Range: |
| Company that filed original application: | Don Hamilton - Star Point Enterprises for Axia Energy, LLC |
| Date original permit was issued: | |
| Company that permit was issued to: | Axia Energy, LLC |

| Check one | Desired Action: |
|-----------|---|
| | Transfer pending (unapproved) Application for Permit to Drill to new operator |
| | The undersigned as owner with legal rights to drill on the property, hereby verifies that the information as submitted in the pending Application for Permit to Drill, remains valid and does not require revision. The new owner of the application accepts and agrees to the information and procedures as stated in the application. |
| ✓ | Transfer approved Application for Permit to Drill to new operator |
| | The undersigned as owner with legal rights to drill on the property as permitted, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision. |

| Following is a checklist of some items related to the application, which should be verified. | Yes | No |
|---|-----|----|
| If located on private land, has the ownership changed? | | ✓ |
| If so, has the surface agreement been updated? | | ✓ |
| Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? | | ✓ |
| Have there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? | | ✓ |
| Have there been any changes to the access route including ownership or right-of-way, which could affect the proposed location? | | ✓ |
| Has the approved source of water for drilling changed? | | ✓ |
| Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? | | ✓ |
| Is bonding still in place, which covers this proposed well? Bond No. _____ | | ✓ |

Any desired or necessary changes to either a pending or approved Application for Permit to Drill that is being transferred, should be filed on a Sundry Notice, Form 9, or amended Application for Permit to Drill, Form 3, as appropriate, with necessary supporting information as required.

Name (please print) Mary Sharon Balakas

Title Attorney in Fact

Signature Mary Sharon Balakas

Date 12/11/13

Representing (company name) Ultra Resources

RECEIVED
DEC 16 2013
DIV. OF OIL, GAS & MINING

The person signing this form must have legal authority to represent the company or individual(s) to be listed as the new operator on the Application for Permit to Drill.

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET (for state use only)

ROUTING
 CDW

X - Change of Operator (Well Sold)

Operator Name Change/Merger

The operator of the well(s) listed below has changed, effective:

10/1/2013

| | |
|---|--|
| FROM: (Old Operator): N3765-Axia Energy, LLC 1430 Larimer Street, Suite 400 Denver, CO 80202 Phone: 1 (720) 746-5200 | TO: (New Operator): N4045-Ultra Resources, Inc. 304 Inverness Way South, Suite 295 Englewood, CO 80112 Phone: 1 (303) 645-9810 |
|---|--|

| CA No. | | | | Unit: | N/A | | | |
|-------------------|-------------|--|--|--------|-----------|------------|-----------|-------------|
| WELL NAME | SEC TWN RNG | | | API NO | ENTITY NO | LEASE TYPE | WELL TYPE | WELL STATUS |
| See Attached List | | | | | | | | |

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 12/16/2013
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 12/16/2013
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 1/14/2014
- a. Is the new operator registered in the State of Utah: _____ Business Number: 8861713-0143
- 5a. (R649-9-2)Waste Management Plan has been received on: N/A
- 5b. Inspections of LA PA state/fee well sites complete on: N/A
- 5c. Reports current for Production/Disposition & Sundries on: 1/14/2014
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM Not Yet BIA
- Federal and Indian Units:**
The BLM or BIA has approved the successor of unit operator for wells listed on: N/A
- Federal and Indian Communization Agreements ("CA"):**
The BLM or BIA has approved the operator for all wells listed within a CA on: N/A
- Underground Injection Control ("UIC")** Division has approved UIC Form 5 Transfer of Authority to Inject, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: N/A

DATA ENTRY:

- Changes entered in the **Oil and Gas Database** on: 1/14/2014
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 1/14/2014
- Bond information entered in RBDMS on: 1/14/2014
- Fee/State wells attached to bond in RBDMS on: 1/14/2014
- Injection Projects to new operator in RBDMS on: N/A
- Receipt of Acceptance of Drilling Procedures for APD/New on: 1/14/2014
- Surface Agreement Sundry from **NEW** operator on Fee Surface wells received on: Yes

BOND VERIFICATION:

- Federal well(s) covered by Bond Number: 22046400
- Indian well(s) covered by Bond Number: 22046400
- 3a. (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number 22046398
- 3b. The **FORMER** operator has requested a release of liability from their bond on: Not Yet

LEASE INTEREST OWNER NOTIFICATION:

- (R649-2-10) The **NEW** operator of the fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: 1/14/2014

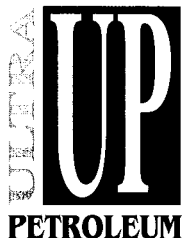
COMMENTS:

Axia Energy, LLC (N3765) to Ultra Resources, Inc. (N4045) Effective 10/1/2013

| Well Name | Sec | TWN | RNG | API Number | Entity | Mineral Lease | Well Type | Well Status |
|---------------------------------|-----|------|------|------------|--------|---------------|-----------|-------------|
| THREE RIVERS 2-41-820 | 2 | 080S | 200E | 4304752686 | | State | OW | APD |
| THREE RIVERS 2-25-820 | 2 | 080S | 200E | 4304752690 | | State | OW | APD |
| THREE RIVERS 36-21-720 | 36 | 070S | 200E | 4304752698 | | State | OW | APD |
| THREE RIVERS 36-13-720 | 36 | 070S | 200E | 4304752699 | | State | OW | APD |
| THREE RIVERS FEDERAL 3-54-820 | 3 | 080S | 200E | 4304752860 | | Federal | OW | APD |
| THREE RIVERS FEDERAL 3-33-820 | 3 | 080S | 200E | 4304752864 | | Federal | OW | APD |
| THREE RIVERS FED 35-34-720 | 35 | 070S | 200E | 4304753006 | | Federal | OW | APD |
| THREE RIVERS FED 35-42-720 | 35 | 070S | 200E | 4304753007 | | Federal | OW | APD |
| THREE RIVERS FED 35-44-720 | 35 | 070S | 200E | 4304753008 | | Federal | OW | APD |
| Three Rivers 2-32-820 | 2 | 080S | 200E | 4304753274 | | State | OW | APD |
| Three Rivers 18-21-821 | 18 | 080S | 210E | 4304753276 | | Fee | OW | APD |
| Three Rivers 18-31-821 | 18 | 080S | 210E | 4304753277 | | Fee | OW | APD |
| Three Rivers 27-34-720 | 34 | 070S | 200E | 4304753278 | | Fee | OW | APD |
| Three Rivers 34-31T-720 | 34 | 070S | 200E | 4304753281 | | Fee | OW | APD |
| Three Rivers Federal 35-14-720 | 35 | 070S | 200E | 4304753553 | | Federal | OW | APD |
| Three Rivers Federal 35-13-720 | 35 | 070S | 200E | 4304753554 | | Federal | OW | APD |
| Three Rivers 7-34-821 | 7 | 080S | 210E | 4304753558 | | Fee | OW | APD |
| Three Rivers 7-23-821 | 7 | 080S | 210E | 4304753559 | | Fee | OW | APD |
| Three Rivers 7-21-821 | 7 | 080S | 210E | 4304753560 | | Fee | OW | APD |
| Three Rivers 7-22-821 | 7 | 080S | 210E | 4304753561 | | Fee | OW | APD |
| Three Rivers 7-12-821 | 7 | 080S | 210E | 4304753562 | | Fee | OW | APD |
| Three Rivers 18-22-821 | 18 | 080S | 210E | 4304753620 | | Fee | OW | APD |
| Three Rivers 18-32-821 | 18 | 080S | 210E | 4304753621 | | Fee | OW | APD |
| Three Rivers D | 16 | 080S | 200E | 4304753702 | | State | WD | APD |
| Three Rivers Federal 4-41-820 | 4 | 080S | 200E | 4304753911 | | Federal | OW | APD |
| Three Rivers Federal 4-42-820 | 4 | 080S | 200E | 4304753913 | | Federal | OW | APD |
| Three Rivers Federal 3-12-820 | 4 | 080S | 200E | 4304753914 | | Federal | OW | APD |
| Three Rivers Federal 34-42-720 | 35 | 070S | 200E | 4304753915 | | Federal | OW | APD |
| Three Rivers Federal 34-43-720 | 35 | 070S | 200E | 4304753916 | | Federal | OW | APD |
| Three Rivers Federal 35-12-720 | 35 | 070S | 200E | 4304753917 | | Federal | OW | APD |
| Three Rivers Federal 35-43-720 | 35 | 070S | 200E | 4304753918 | | Federal | OW | APD |
| Three Rivers Federal 35-442-720 | 35 | 070S | 200E | 4304753919 | | Federal | OW | APD |
| Three Rivers Federal 35-21-720 | 35 | 070S | 200E | 4304753943 | | Federal | OW | APD |
| Three Rivers Federal 35-11-720 | 35 | 070S | 200E | 4304753944 | | Federal | OW | APD |
| Three Rivers 2-24-820 | 2 | 080S | 200E | 4304753945 | | State | OW | APD |
| Three Rivers 2-223-820 | 2 | 080S | 200E | 4304753946 | | State | OW | APD |
| Three Rivers 2-21-820 | 2 | 080S | 200E | 4304753947 | | State | OW | APD |
| Three Rivers 2-22-820 | 2 | 080S | 200E | 4304753948 | | State | OW | APD |
| Three Rivers 32-42-720 | 32 | 070S | 200E | 4304753949 | | Fee | OW | APD |
| Three Rivers Federal 3-13-820 | 3 | 080S | 200E | 4304753951 | | Federal | OW | APD |
| Three Rivers Federal 3-14-820 | 3 | 080S | 200E | 4304753952 | | Federal | OW | APD |
| Three Rivers Federal 3-23-820 | 3 | 080S | 200E | 4304753953 | | Federal | OW | APD |
| Three Rivers Federal 3-24-820 | 3 | 080S | 200E | 4304753954 | | Federal | OW | APD |
| Three Rivers 4-13-820 | 5 | 080S | 200E | 4304753956 | | Federal | OW | APD |
| Three Rivers Federal 5-43-820 | 5 | 080S | 200E | 4304753957 | | Federal | OW | APD |
| Three Rivers Federal 5-42-820 | 5 | 080S | 200E | 4304753958 | | Federal | OW | APD |
| Three Rivers Federal 5-11-820 | 5 | 080S | 200E | 4304754204 | | Federal | OW | APD |
| Three Rivers Federal 5-21-820 | 5 | 080S | 200E | 4304754205 | | Federal | OW | APD |
| Three Rivers Federal 8-31-820 | 8 | 080S | 200E | 4304754211 | | Federal | OW | APD |
| Three Rivers Federal 8-41-820 | 8 | 080S | 200E | 4304754212 | | Federal | OW | APD |
| Three Rivers Federal 3-34-820 | 3 | 080S | 200E | 4304754213 | | Federal | OW | APD |
| Three Rivers Federal 3-44-820 | 3 | 080S | 200E | 4304754214 | | Federal | OW | APD |
| THREE RIVERS 32-34-720 | 32 | 070S | 200E | 4304752735 | 19249 | Fee | OW | DRL |
| THREE RIVERS FEDERAL 8-52-820 | 8 | 080S | 200E | 4304752770 | 19156 | Federal | OW | DRL |
| THREE RIVERS 4-14-820 | 5 | 080S | 200E | 4304752863 | 19183 | Fee | OW | DRL |
| THREE RIVERS FED 10-42-820 | 10 | 080S | 200E | 4304752949 | 19310 | Federal | OW | DRL |
| THREE RIVERS FED 3-11-820 | 34 | 070S | 200E | 4304752950 | 19184 | Federal | OW | DRL |
| Three Rivers 16-21-820 | 16 | 080S | 200E | 4304753229 | 19024 | State | OW | DRL |
| Three Rivers 16-22-820 | 16 | 080S | 200E | 4304753230 | 18961 | State | OW | DRL |

Axia Energy, LLC (N3765) to Ultra Resources, Inc. (N4045) Effective 10/1/2013

| | | | | | | | | |
|--------------------------------|----|------|------|------------|-------|---------|----|-----|
| Three Rivers Federal 34-35-720 | 34 | 070S | 200E | 4304753282 | 19287 | Federal | OW | DRL |
| Three Rivers Federal 34-25-720 | 34 | 070S | 200E | 4304753283 | 19288 | Federal | OW | DRL |
| Three Rivers Federal 10-32-820 | 10 | 080S | 200E | 4304753415 | 19275 | Federal | OW | DRL |
| Three Rivers Federal 10-31-820 | 10 | 080S | 200E | 4304753437 | 19276 | Federal | OW | DRL |
| Three Rivers 16-34-820 | 16 | 080S | 200E | 4304753472 | 19278 | State | OW | DRL |
| Three Rivers 16-44-820 | 16 | 080S | 200E | 4304753473 | 19268 | State | OW | DRL |
| Three Rivers 16-11-820 | 16 | 080S | 200E | 4304753474 | 19262 | State | OW | DRL |
| Three Rivers 16-12-820 | 16 | 080S | 200E | 4304753475 | 19263 | State | OW | DRL |
| Three Rivers 16-32-820 | 16 | 080S | 200E | 4304753494 | 19185 | State | OW | DRL |
| Three Rivers 16-31-820 | 16 | 080S | 200E | 4304753495 | 19269 | State | OW | DRL |
| Three Rivers 16-33-820 | 16 | 080S | 200E | 4304753496 | 19161 | State | OW | DRL |
| THREE RIVERS FED 10-30-820 | 10 | 080S | 200E | 4304753555 | 19169 | Federal | OW | DRL |
| Three Rivers Federal 9-41-820 | 10 | 080S | 200E | 4304753556 | 19170 | Federal | OW | DRL |
| Three Rivers Federal 33-13-720 | 33 | 070S | 200E | 4304753723 | 19222 | Federal | OW | DRL |
| Three Rivers Federal 33-12-720 | 33 | 070S | 200E | 4304753724 | 19250 | Federal | OW | DRL |
| Three Rivers 32-3333-720 | 32 | 070S | 200E | 4304753950 | 19251 | Fee | OW | DRL |
| THREE RIVERS 36-11-720 | 36 | 070S | 200E | 4304751915 | 18355 | State | OW | P |
| THREE RIVERS 2-11-820 | 2 | 080S | 200E | 4304751936 | 18354 | State | OW | P |
| THREE RIVERS 34-31-720 | 34 | 070S | 200E | 4304752012 | 18326 | Fee | OW | P |
| THREE RIVERS 16-42-820 | 16 | 080S | 200E | 4304752056 | 18682 | State | OW | P |
| THREE RIVERS 16-43-820 | 16 | 080S | 200E | 4304752057 | 18683 | State | OW | P |
| THREE RIVERS 16-41-820 | 16 | 080S | 200E | 4304752110 | 18356 | State | OW | P |
| THREE RIVERS 2-51-820 | 2 | 080S | 200E | 4304752685 | 18941 | State | OW | P |
| THREE RIVERS 2-13-820 | 2 | 080S | 200E | 4304752687 | 19014 | State | OW | P |
| THREE RIVERS 2-23-820 | 2 | 080S | 200E | 4304752688 | 19015 | State | OW | P |
| THREE RIVERS 2-15-820 | 2 | 080S | 200E | 4304752689 | 18770 | State | OW | P |
| THREE RIVERS 36-31-720 | 36 | 070S | 200E | 4304752697 | 19086 | State | OW | P |
| THREE RIVERS 32-25-720 | 32 | 070S | 200E | 4304752718 | 19033 | Fee | OW | P |
| THREE RIVERS 36-23-720 | 36 | 070S | 200E | 4304752733 | 18769 | State | OW | P |
| THREE RIVERS 32-33-720 | 32 | 070S | 200E | 4304752734 | 19016 | Fee | OW | P |
| THREE RIVERS 32-15-720 | 32 | 070S | 200E | 4304752736 | 18767 | Fee | OW | P |
| THREE RIVERS 32-35-720 | 32 | 070S | 200E | 4304752737 | 18766 | Fee | OW | P |
| THREE RIVERS FEDERAL 8-53-820 | 8 | 080S | 200E | 4304752771 | 18992 | Federal | OW | P |
| THREE RIVERS FEDERAL 3-53-820 | 3 | 080S | 200E | 4304752820 | 19104 | Federal | OW | P |
| THREE RIVERS FEDERAL 3-32-820 | 3 | 080S | 200E | 4304752861 | 18942 | Federal | OW | P |
| THREE RIVERS FEDERAL 5-56-820 | 5 | 080S | 200E | 4304752862 | 18993 | Federal | OW | P |
| THREE RIVERS FED 4-31-820 | 4 | 080S | 200E | 4304752874 | 19023 | Federal | OW | P |
| THREE RIVERS 4-21-820 | 4 | 080S | 200E | 4304752875 | 19048 | Federal | OW | P |
| THREE RIVERS FED 34-23-720 | 34 | 070S | 200E | 4304752945 | 19049 | Federal | OW | P |
| THREE RIVERS FED 34-33-720 | 34 | 070S | 200E | 4304752947 | 19050 | Federal | OW | P |
| THREE RIVERS FED 10-41-820 | 10 | 080S | 200E | 4304752948 | 19137 | Federal | OW | P |
| THREE RIVERS FED 34-15-720 | 34 | 070S | 200E | 4304752965 | 18960 | Federal | OW | P |
| THREE RIVERS FED 35-32-720 | 35 | 070S | 200E | 4304753005 | 19138 | Federal | OW | P |
| Three Rivers 16-23-820 | 16 | 080S | 200E | 4304753231 | 19037 | State | OW | P |
| Three Rivers 16-24-820 | 16 | 080S | 200E | 4304753232 | 19038 | State | OW | P |
| Three Rivers 2-33-820 | 2 | 080S | 200E | 4304753273 | 18943 | State | OW | P |
| Three Rivers 4-33-820 | 4 | 080S | 200E | 4304753528 | 19167 | Fee | OW | P |
| Three Rivers Federal 33-14-720 | 33 | 070S | 200E | 4304753551 | 19107 | Federal | OW | P |
| Three Rivers Federal 4-32-820 | 4 | 080S | 200E | 4304753552 | 19168 | Federal | OW | P |
| Three Rivers Federal 33-24-720 | 33 | 070S | 200E | 4304753557 | 19108 | Federal | OW | P |
| Three Rivers 32-334-720 | 32 | 070S | 200E | 4304753710 | 19067 | Fee | OW | P |
| Three Rivers 5-31-820 | 32 | 070S | 200E | 4304753711 | 19068 | Fee | OW | P |
| Three Rivers Federal 33-11-720 | 32 | 070S | 200E | 4304753733 | 19109 | Federal | OW | P |
| Three Rivers 32-32-720 | 32 | 070S | 200E | 4304753734 | 19087 | Fee | OW | P |
| Three Rivers 32-333-720 | 32 | 070S | 200E | 4304753735 | 19088 | Fee | OW | P |



Ultra Resources, Inc.

December 13, 2013

RECEIVED
DEC 16 2013
DIV. OF OIL, GAS & MINING

Division of Oil, Gas, and Mining
1594 West North Temple
Salt Lake City, UT 84116
Attn: Rachel Medina

Re: Transfer of Operator
Three Rivers Project Area
Uintah County, Utah

Dear Ms. Medina:

Pursuant to Purchase and Sale Agreement dated effective October 1, 2013 Ultra Resources, Inc. ("Ultra") assumed the operations of Axia Energy, LLC ("Axia") in the Three Rivers Area, Uintah County, Utah.


Accordingly, Ultra is submitting the following documents for your review and approval:

- 1) Request to Transfer Application or Permit to Drill for New, APD Approved & Drilled Wells
- 2) Request to Transfer Application or Permit to Drill – APD Pending
- 3) Two Completed Sundry Notice and Reports on Wells Form 9 regarding Change of Operator executed by Ultra Resources, Inc. and Axia Energy, LLC
- 4) Statewide Surety Bond in the amount of \$120,000

As to all wells located on Fee Surface there are surface agreements in place. Ultra presently does not anticipate making any change in the drilling plans submitted by Axia.

Ultra has also submitted a Statewide Bond to the Bureau of Land Management. As soon as we receive the acknowledgement and approval by the BLM we will forward same to you for your files. A copy of our transfer letter and bond is attached for your reference.

Should you need any further information at this time, please call me direct at (303) 645-9865 or email msbalakas@ultrapetroleum.com.

Sincerely,

Mary Sharon Balakas, CPL
Director of Land

cc: Cindy Turner, Axia Energy, LLC

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

| | | |
|---|--|---|
| 1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____ | | 5. LEASE DESIGNATION AND SERIAL NUMBER: See Attached Well List |
| 2. NAME OF OPERATOR: Ultra Resources, Inc. N4045 | | 6. IF INDIAN, ALLOTTEE OR TRIBE NAME: |
| 3. ADDRESS OF OPERATOR: 304 Inverness Way South CITY Englewood STATE CO ZIP 80112 | | 7. UNIT or CA AGREEMENT NAME: |
| 4. LOCATION OF WELL FOOTAGES AT SURFACE: See Attached | | 8. WELL NAME and NUMBER: See Attached Well List |
| PHONE NUMBER: (303) 645-9810 | | 9. API NUMBER: |
| QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: | | 10. FIELD AND POOL, OR WILDCAT: |
| COUNTY: Uintah | | STATE: UTAH |

| 11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA | | | |
|---|---|---|--|
| TYPE OF SUBMISSION | TYPE OF ACTION | | |
| <input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: 10/1/2013 | <input type="checkbox"/> ACIDIZE | <input type="checkbox"/> DEEPEN | <input type="checkbox"/> REPERFORATE CURRENT FORMATION |
| <input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: | <input type="checkbox"/> ALTER CASING | <input type="checkbox"/> FRACTURE TREAT | <input type="checkbox"/> SIDETRACK TO REPAIR WELL |
| | <input type="checkbox"/> CASING REPAIR | <input type="checkbox"/> NEW CONSTRUCTION | <input type="checkbox"/> TEMPORARILY ABANDON |
| | <input type="checkbox"/> CHANGE TO PREVIOUS PLANS | <input checked="" type="checkbox"/> OPERATOR CHANGE | <input type="checkbox"/> TUBING REPAIR |
| | <input type="checkbox"/> CHANGE TUBING | <input type="checkbox"/> PLUG AND ABANDON | <input type="checkbox"/> VENT OR FLARE |
| | <input type="checkbox"/> CHANGE WELL NAME | <input type="checkbox"/> PLUG BACK | <input type="checkbox"/> WATER DISPOSAL |
| | <input type="checkbox"/> CHANGE WELL STATUS | <input type="checkbox"/> PRODUCTION (START/RESUME) | <input type="checkbox"/> WATER SHUT-OFF |
| | <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS | <input type="checkbox"/> RECLAMATION OF WELL SITE | <input type="checkbox"/> OTHER: _____ |
| | <input type="checkbox"/> CONVERT WELL TYPE | <input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION | |

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

EFFECTIVE DATE: October 1, 2013
FROM:
Axia Energy, LLC
1430 Larimer Street
Suite 400
Denver, CO 80202
Bond Number: Blanket Statewide UT State/Fee Bond LPM9046682
TO:
Ultra Resources, Inc.
304 Inverness Way South
Englewood, CO 80112
Bond Number: DOGm-022046398
BLM 022046400

Ultra Resources, Inc. will be responsible under the terms and conditions of the leases/wells for the operations conducted on the leased lands.

RECEIVED
DEC 16 2013
DIV. OF OIL, GAS & MINING

NAME (PLEASE PRINT) Mary Sharon Balakas TITLE Attorney in Fact
SIGNATURE Mary Sharon Balakas DATE 12/11/13

APPROVED

(This space for State use only)

JAN 16 2013

DIV. OIL GAS & MINING

BY: Rachel Medina

ATTACHMENT TO FORM 9 CHANGE OF OPERATOR
AXIA ENERGY TO ULTRA RESOURCES EFFECTIVE 10-01-2013

| State Well Name List downloaded 12-10-13 | Axia Well Name (for database sort and consistency) | Sec | TWN | RNG | API Number | Entity | Mineral Lease | Surface Lease | Well Type | State Well Status | Actual Status @ 12/12/13 | Submitted | Date Apprvd DOGM |
|---|--|-----|------|------|------------|--------|------------------|------------------|--------------|-------------------------|--------------------------------|-----------|------------------------|
| THREE RIVERS 2-11-820 | Three Rivers 02-11-820 | 2 | 080S | 200E | 4304751936 | 18354 | State | State | OW | P | P | | |
| THREE RIVERS 2-13-820 | Three Rivers 02-13-820 | 2 | 080S | 200E | 4304752687 | 19014 | State | State | OW | DRL | P | | 08/27/12 |
| THREE RIVERS 2-15-820 | Three Rivers 02-15-820 | 2 | 080S | 200E | 4304752689 | 18770 | State | State | OW | P | P | | |
| Three Rivers 2-21-820 | Three Rivers 02-21-820 | 2 | 080S | 200E | 4304753947 | | State | State | OW | APD | APRVD | | 10/15/13 |
| Three Rivers 2-223-820 | Three Rivers 02-223-820 | 2 | 080S | 200E | 4304753946 | | State | State | OW | APD | APRVD | | 10/15/13 |
| Three Rivers 2-22-820 | Three Rivers 02-22-820 | 2 | 080S | 200E | 4304753948 | | State | State | OW | APD | APRVD | | 10/15/13 |
| THREE RIVERS 2-23-820 | Three Rivers 02-23-820 | 2 | 080S | 200E | 4304752688 | 19015 | State | State | OW | DRL | P | | 08/27/12 |
| Three Rivers 2-24-820 | Three Rivers 02-24-820 | 2 | 080S | 200E | 4304753945 | | State | State | OW | APD | APRVD | | 10/15/13 |
| THREE RIVERS 2-25-820 | Three Rivers 02-25-820 | 2 | 080S | 200E | 4304752690 | | State | State | OW | APD | APRVD | | 08/27/12 |
| Three Rivers 2-32-820 | Three Rivers 02-32-820 | 2 | 080S | 200E | 4304753274 | | State | State | OW | APD | APRVD | | 12/11/12 |
| Three Rivers 2-33-820 | Three Rivers 02-33-820 | 2 | 080S | 200E | 4304753273 | 18943 | State | State | OW | P | P | | |
| THREE RIVERS 2-41-820 | Three Rivers 02-41-820 | 2 | 080S | 200E | 4304752686 | | State | State | OW | APD | APRVD | | 08/27/12 |
| THREE RIVERS 2-51-820 | Three Rivers 02-51-820 | 2 | 080S | 200E | 4304752685 | 18941 | State | State | OW | P | P | | |
| Three Rivers 4-13-820 | Three Rivers 04-13-820 | 5 | 080S | 200E | 4304753956 | | Fee | Federal | OW | APD | PERPEND | 08/19/13 | |
| THREE RIVERS 4-14-820 | Three Rivers 04-14-820 | 5 | 080S | 200E | 4304752863 | 19183 | Fee | Federal | OW | DRL | P | | |
| Three Rivers 4-33-820 | Three Rivers 04-33-820 | 4 | 080S | 200E | 4304753528 | 19167 | Fee | Fee | OW | DRL | P | | |
| Three Rivers 5-31-820 | Three Rivers 05-31-820 | 32 | 070S | 200E | 4304753711 | 19068 | Fee | Fee | OW | DRL | P | | |
| Three Rivers 7-12-821 | Three Rivers 07-12-821 | 7 | 080S | 210E | 4304753562 | | Fee | Fee | OW | APD | PERPEND | 04/15/13 | |
| Three Rivers 7-21-821 | Three Rivers 07-21-821 | 7 | 080S | 210E | 4304753560 | | Fee | Fee | OW | APD | PERPEND | 04/15/13 | |
| Three Rivers 7-22-821 | Three Rivers 07-22-821 | 7 | 080S | 210E | 4304753561 | | Fee | Fee | OW | APD | PERPEND | 04/15/13 | |
| Three Rivers 7-23-821 | Three Rivers 07-23-821 | 7 | 080S | 210E | 4304753559 | | Fee | Fee | OW | APD | PERPEND | 04/15/13 | |
| Three Rivers 7-34-821 | Three Rivers 07-34-821 | 7 | 080S | 210E | 4304753558 | | Fee | Fee | OW | APD | PERPEND | 04/15/13 | |
| Three Rivers 16-11-820 | Three Rivers 16-11-820 | 16 | 080S | 200E | 4304753474 | 19262 | State | State | OW | DRL | SCS | | 03/12/13 |
| Three Rivers 16-12-820 | Three Rivers 16-12-820 | 16 | 080S | 200E | 4304753475 | 19263 | State | State | OW | DRL | SCS | | 03/12/13 |
| Three Rivers 16-21-820 | Three Rivers 16-21-820 | 16 | 080S | 200E | 4304753229 | 19024 | State | State | OW | DRL | P | | 12/11/12 |
| Three Rivers 16-22-820 | Three Rivers 16-22-820 | 16 | 080S | 200E | 4304753230 | 18961 | State | State | OW | DRL | P | | 12/11/12 |
| Three Rivers 16-23-820 | Three Rivers 16-23-820 | 16 | 080S | 200E | 4304753231 | 19037 | State | State | OW | DRL | P | | 12/11/12 |
| Three Rivers 16-24-820 | Three Rivers 16-24-820 | 16 | 080S | 200E | 4304753232 | 19038 | State | State | OW | P | P | | |
| Three Rivers 16-31-820 | Three Rivers 16-31-820 | 16 | 080S | 200E | 4304753495 | | State | State | OW | APD | CCS | | 03/12/13 |
| Three Rivers 16-32-820 | Three Rivers 16-32-820 | 16 | 080S | 200E | 4304753494 | 19185 | State | State | OW | DRL | WOC | | 03/12/13 |
| Three Rivers 16-33-820 | Three Rivers 16-33-820 | 16 | 080S | 200E | 4304753496 | 19161 | State | State | OW | DRL | WOC | | 03/12/13 |
| Three Rivers 16-34-820 | Three Rivers 16-34-820 | 16 | 080S | 200E | 4304753472 | | State | State | OW | APD | CCS | | 03/12/13 |
| THREE RIVERS 16-41-820 | Three Rivers 16-41-820 | 16 | 080S | 200E | 4304752110 | 18356 | State | State | OW | P | P | | |
| THREE RIVERS 16-42-820 | Three Rivers 16-42-820 | 16 | 080S | 200E | 4304752056 | 18682 | State | State | OW | P | P | | |
| THREE RIVERS 16-43-820 | Three Rivers 16-43-820 | 16 | 080S | 200E | 4304752057 | 18683 | State | State | OW | P | P | | |
| Three Rivers 16-44-820 | Three Rivers 16-44-820 | 16 | 080S | 200E | 4304753473 | | State | State | OW | APD | CCS | | 03/12/13 |
| Three Rivers 18-21-821 | Three Rivers 18-21-821 | 18 | 080S | 210E | 4304753276 | | Fee | Fee | OW | APD | PERPEND | 12/17/12 | |
| Three Rivers 18-22-821 | Three Rivers 18-22-821 | 18 | 080S | 210E | 4304753620 | | Fee | Fee | OW | APD | PERPEND | 04/15/13 | |
| Three Rivers 18-31-821 | Three Rivers 18-31-821 | 18 | 080S | 210E | 4304753277 | | Fee | Fee | OW | APD | PERPEND | 12/19/12 | |
| Three Rivers 18-32-821 | Three Rivers 18-32-821 | 18 | 080S | 210E | 4304753621 | | Fee | Fee | OW | APD | PERPEND | 04/15/13 | |
| Three Rivers 27-34-720 | Three Rivers 27-34-720 | 34 | 070S | 200E | 4304753278 | | Fee | Fee | OW | APD | PERPEND | 12/19/12 | |
| THREE RIVERS 32-15-720 | Three Rivers 32-15-720 | 32 | 070S | 200E | 4304752736 | 18767 | Fee | Fee | OW | P | P | | |
| THREE RIVERS 32-25-720 | Three Rivers 32-25-720 | 32 | 070S | 200E | 4304752718 | 19033 | Fee | Fee | OW | P | P | | |
| Three Rivers 32-32-720 | Three Rivers 32-32-720 | 32 | 070S | 200E | 4304753734 | 19087 | Fee | Fee | OW | DRL | P | | 06/12/13 |
| Three Rivers 32-3333-720 | Three Rivers 32-3333-720 | 32 | 070S | 200E | 4304753950 | 19251 | Fee | Fee | OW | DRL | SCS | | 10/15/13 |
| Three Rivers 32-333-720 | Three Rivers 32-333-720 | 32 | 070S | 200E | 4304753735 | 19088 | Fee | Fee | OW | DRL | P | | 06/12/13 |
| Three Rivers 32-334-720 | Three Rivers 32-334-720 | 32 | 070S | 200E | 4304753710 | 19067 | Fee | Fee | OW | DRL | P | | 05/22/13 |
| THREE RIVERS 32-33-720 | Three Rivers 32-33-720 | 32 | 070S | 200E | 4304752734 | 19016 | Fee | Fee | OW | DRL | P | | 08/29/12 |
| THREE RIVERS 32-34-720 | Three Rivers 32-34-720 | 32 | 070S | 200E | 4304752735 | 19249 | Fee | Fee | OW | DRL | DRLG | | 08/29/12 |
| THREE RIVERS 32-35-720 | Three Rivers 32-35-720 | 32 | 070S | 200E | 4304752737 | 18766 | Fee | Fee | OW | P | P | | |
| Three Rivers 32-42-720 | Three Rivers 32-42-720 | 32 | 070S | 200E | 4304753949 | | Fee | Fee | OW | APD | APRVD | | 10/15/13 |
| THREE RIVERS 34-31-720 | Three Rivers 34-31-720 | 34 | 070S | 200E | 4304752012 | 18326 | Fee | Fee | OW | P | P | | |
| Three Rivers 34-31T-720 | Three Rivers 34-31T-720 | 34 | 070S | 200E | 4304753281 | | Fee | Fee | OW | APD | APRVD | | 12/11/12 |
| THREE RIVERS 36-11-720 | Three Rivers 36-11-720 | 36 | 070S | 200E | 4304751915 | 18355 | State | State | OW | P | P | | |
| THREE RIVERS 36-13-720 | Three Rivers 36-13-720 | 36 | 070S | 200E | 4304752699 | | State | State | OW | APD | APRVD | | 08/29/12 |
| THREE RIVERS 36-21-720 | Three Rivers 36-21-720 | 36 | 070S | 200E | 4304752698 | | State | State | OW | APD | APRVD | | 08/29/12 |
| THREE RIVERS 36-23-720 | Three Rivers 36-23-720 | 36 | 070S | 200E | 4304752733 | 18769 | State | State | OW | P | P | | |
| THREE RIVERS 36-31-720 | Three Rivers 36-31-720 | 36 | 070S | 200E | 4304752697 | 19086 | State | State | OW | DRL | P | | 08/29/12 |
| Three Rivers D | Three Rivers D | 16 | 080S | 200E | 4304753702 | | State | State | WD | APD | APRVD | | 07/15/13 |
| THREE RIVERS FED 3-11-820 | Three Rivers Fed 03-11-820 | 34 | 070S | 200E | 4304752950 | 19184 | Federal | Fee | OW | DRL | WOC | | 02/22/13 |
| Three Rivers Federal 3-12-820 | Three Rivers Fed 03-12-820 | 4 | 080S | 200E | 4304753914 | | Federal | Federal | OW | APD | APRVD | | 08/01/13 |
| Three Rivers Federal 3-13-820 | Three Rivers Fed 03-13-820 | 3 | 080S | 200E | 4304753951 | | Federal | Federal | OW | APD | PERPEND | 08/12/13 | |
| Three Rivers Federal 3-14-820 | Three Rivers Fed 03-14-820 | 3 | 080S | 200E | 4304753952 | | Federal | Federal | OW | APD | PERPEND | 08/12/13 | |
| Three Rivers Federal 3-23-820 | Three Rivers Fed 03-23-820 | 3 | 080S | 200E | 4304753953 | | Federal | Federal | OW | APD | PERPEND | 08/12/13 | |
| Three Rivers Federal 3-24-820 | Three Rivers Fed 03-24-820 | 3 | 080S | 200E | 4304753954 | | Federal | Federal | OW | APD | PERPEND | 08/12/13 | |
| THREE RIVERS FEDERAL 3-32-820 | Three Rivers Fed 03-32-820 | 3 | 080S | 200E | 4304752861 | 18942 | Federal | Federal | OW | P | P | | |
| THREE RIVERS FEDERAL 3-33-820 | Three Rivers Fed 03-33-820 | 3 | 080S | 200E | 4304752864 | | Federal | Federal | OW | APD | APRVD | | 12/24/12 |
| THREE RIVERS FEDERAL 3-53-820 | Three Rivers Fed 03-53-820 | 3 | 080S | 200E | 4304752820 | 19104 | Federal | Federal | OW | DRL | P | | 12/24/12 |
| THREE RIVERS FEDERAL 3-54-820 | Three Rivers Fed 03-54-820 | 3 | 080S | 200E | 4304752860 | | Federal | Federal | OW | APD | APRVD | | 12/24/12 |

ATTACHMENT TO FORM 9 CHANGE OF OPERATOR
AXIA ENERGY TO ULTRA RESOURCES EFFECTIVE 10-01-2013

| State Well Name List downloaded 12-10-13 | Axia Well Name (for database sort and consistency) | Sec | TWN | RNG | API Number | Entity | Mineral Lease | Surface Lease | Well Type | State Well Status | Actual Status @ 12/12/13 | Submitted | Date Apprvd DOGM |
|---|--|-----|------|------|------------|--------|------------------|------------------|--------------|-------------------------|--------------------------------|-----------|------------------------|
| THREE RIVERS 4-21-820 | Three Rivers Fed 04-21-820 | 4 | 080S | 200E | 4304752875 | 19048 | Federal | Fee | OW | DRL | P | | 02/22/13 |
| THREE RIVERS FED 4-31-820 | Three Rivers Fed 04-31-820 | 4 | 080S | 200E | 4304752874 | 19023 | Federal | Fee | OW | DRL | P | | 02/22/13 |
| Three Rivers Federal 4-32-820 | Three Rivers Fed 04-32-820 | 4 | 080S | 200E | 4304753552 | 19168 | Federal | Fee | OW | DRL | P | | 08/26/13 |
| Three Rivers Federal 4-41-820 | Three Rivers Fed 04-41-820 | 4 | 080S | 200E | 4304753911 | | Federal | Federal | OW | APD | APRVD | | 08/01/13 |
| Three Rivers Federal 4-42-820 | Three Rivers Fed 04-42-820 | 4 | 080S | 200E | 4304753913 | | Federal | Federal | OW | APD | APRVD | | 08/01/13 |
| Three Rivers Federal 5-11-820 | Three Rivers Fed 05-11-820 | 5 | 080S | 200E | 4304754204 | | Federal | Federal | OW | NEW | PERPEND | 12/03/13 | |
| Three Rivers Federal 5-21-820 | Three Rivers Fed 05-21-820 | 5 | 080S | 200E | 4304754205 | | Federal | Federal | OW | NEW | PERPEND | 12/03/13 | |
| Three Rivers Federal 5-42-820 | Three Rivers Fed 05-42-820 | 5 | 080S | 200E | 4304753958 | | Federal | Federal | OW | APD | PERPEND | 08/19/13 | |
| Three Rivers Federal 5-43-820 | Three Rivers Fed 05-43-820 | 5 | 080S | 200E | 4304753957 | | Federal | Federal | OW | APD | PERPEND | 08/19/13 | |
| THREE RIVERS FEDERAL 5-56-820 | Three Rivers Fed 05-56-820 | 5 | 080S | 200E | 4304752862 | 18993 | Federal | Federal | OW | P | P | | |
| THREE RIVERS FEDERAL 8-52-820 | Three Rivers Fed 08-52-820 | 8 | 080S | 200E | 4304752770 | 19156 | Federal | Federal | OW | DRL | P | | 02/22/13 |
| THREE RIVERS FEDERAL 8-53-820 | Three Rivers Fed 08-53-820 | 8 | 080S | 200E | 4304752771 | 18992 | Federal | Federal | OW | P | P | | |
| Three Rivers Federal 9-41-820 | Three Rivers Fed 09-41-820 | 10 | 080S | 200E | 4304753556 | 19170 | Federal | Federal | OW | DRL | P | | 08/20/13 |
| THREE RIVERS FED 10-30-820 | Three Rivers Fed 10-30-820 | 10 | 080S | 200E | 4304753555 | 19169 | Federal | Federal | OW | DRL | P | | 08/20/13 |
| Three Rivers Federal 10-31-820 | Three Rivers Fed 10-31-820 | 10 | 080S | 200E | 4304753437 | | Federal | Federal | OW | APD | CCS | | 08/21/13 |
| Three Rivers Federal 10-32-820 | Three Rivers Fed 10-32-820 | 10 | 080S | 200E | 4304753415 | | Federal | Federal | OW | APD | CCS | | 08/21/13 |
| THREE RIVERS FED 10-41-820 | Three Rivers Fed 10-41-820 | 10 | 080S | 200E | 4304752948 | 19137 | Federal | Federal | OW | DRL | P | | 02/22/13 |
| THREE RIVERS FED 10-42-820 | Three Rivers Fed 10-42-820 | 10 | 080S | 200E | 4304752949 | | Federal | Federal | OW | APD | APRVD | | 02/22/13 |
| Three Rivers Federal 33-11-720 | Three Rivers Fed 33-11-720 | 32 | 070S | 200E | 4304753733 | 19109 | Federal | Fee | OW | DRL | P | | 07/17/13 |
| Three Rivers Federal 33-12-720 | Three Rivers Fed 33-12-720 | 33 | 070S | 200E | 4304753724 | 19250 | Federal | Fee | OW | DRL | WOC | | 09/16/13 |
| Three Rivers Federal 33-13-720 | Three Rivers Fed 33-13-720 | 33 | 070S | 200E | 4304753723 | 19222 | Federal | Fee | OW | DRL | WOC | | 09/16/13 |
| Three Rivers Federal 33-14-720 | Three Rivers Fed 33-14-720 | 33 | 070S | 200E | 4304753551 | 19107 | Federal | Fee | OW | DRL | P | | 09/16/13 |
| Three Rivers Federal 33-24-720 | Three Rivers Fed 33-24-720 | 33 | 070S | 200E | 4304753557 | 19108 | Federal | Fee | OW | DRL | P | | 07/09/13 |
| THREE RIVERS FED 34-15-720 | Three Rivers Fed 34-15-720 | 34 | 070S | 200E | 4304752965 | 18960 | Federal | Fee | OW | P | P | | |
| THREE RIVERS FED 34-23-720 | Three Rivers Fed 34-23-720 | 34 | 070S | 200E | 4304752945 | 19049 | Federal | Fee | OW | DRL | P | | 02/12/13 |
| Three Rivers Federal 34-25-720 | Three Rivers Fed 34-25-720 | 34 | 070S | 200E | 4304753283 | | Federal | Fee | OW | APD | APRVD | | 06/10/13 |
| THREE RIVERS FED 34-33-720 | Three Rivers Fed 34-33-720 | 34 | 070S | 200E | 4304752947 | 19050 | Federal | Fee | OW | DRL | P | | 02/22/13 |
| Three Rivers Federal 34-35-720 | Three Rivers Fed 34-35-720 | 34 | 070S | 200E | 4304753282 | | Federal | Fee | OW | APD | APRVD | | 06/10/13 |
| Three Rivers Federal 34-42-720 | Three Rivers Fed 34-42-720 | 35 | 070S | 200E | 4304753915 | | Federal | Federal | OW | APD | APRVD | | 08/01/13 |
| Three Rivers Federal 34-43-720 | Three Rivers Fed 34-43-720 | 35 | 070S | 200E | 4304753916 | | Federal | Federal | OW | APD | APRVD | | 08/01/13 |
| Three Rivers Federal 35-11-720 | Three Rivers Fed 35-11-720 | 35 | 070S | 200E | 4304753944 | | Federal | Federal | OW | APD | PERPEND | 07/25/13 | |
| Three Rivers Federal 35-12-720 | Three Rivers Fed 35-12-720 | 35 | 070S | 200E | 4304753917 | | Federal | Federal | OW | APD | APRVD | | 08/01/13 |
| Three Rivers Federal 35-13-720 | Three Rivers Fed 35-13-720 | 35 | 070S | 200E | 4304753554 | | Federal | Federal | OW | APD | APRVD | | 08/20/13 |
| Three Rivers Federal 35-14-720 | Three Rivers Fed 35-14-720 | 35 | 070S | 200E | 4304753553 | | Federal | Federal | OW | APD | APRVD | | 08/22/13 |
| Three Rivers Federal 35-21-720 | Three Rivers Fed 35-21-720 | 35 | 070S | 200E | 4304753943 | | Federal | Federal | OW | APD | PERPEND | 07/25/13 | |
| THREE RIVERS FED 35-32-720 | Three Rivers Fed 35-32-720 | 35 | 070S | 200E | 4304753005 | 19138 | Federal | Federal | OW | DRL | APRVD | | 02/22/13 |
| THREE RIVERS FED 35-34-720 | Three Rivers Fed 35-34-720 | 35 | 070S | 200E | 4304753006 | | Federal | Federal | OW | APD | APRVD | | 02/22/13 |
| THREE RIVERS FED 35-42-720 | Three Rivers Fed 35-42-720 | 35 | 070S | 200E | 4304753007 | | Federal | Federal | OW | APD | APRVD | | 02/22/13 |
| Three Rivers Federal 35-43-720 | Three Rivers Fed 35-43-720 | 35 | 070S | 200E | 4304753918 | | Federal | Federal | OW | APD | APRVD | | 08/01/13 |
| Three Rivers Federal 35-44-720 | Three Rivers Fed 35-44-720 | 35 | 070S | 200E | 4304753919 | | Federal | Federal | OW | APD | APRVD | | 08/01/13 |
| THREE RIVERS FED 35-44-720 | Three Rivers Fed 35-44-720 | 35 | 070S | 200E | 4304753008 | | Federal | Federal | OW | APD | APRVD | | 02/22/13 |
| Three Rivers Fed 03-34-820 | Three Rivers Fed 03-34-820 | 3 | 080S | 200E | | | Federal | | | NA | SUB | 12/10/13 | |
| Three Rivers Fed 03-44-820 | Three Rivers Fed 03-44-820 | 3 | 080S | 200E | | | Federal | | | NA | SUB | 12/10/13 | |
| Three Rivers Fed 08-31-820 | Three Rivers Fed 08-31-820 | 8 | 080S | 200E | | | Federal | | | NA | SUB | 12/07/13 | |
| Three Rivers Fed 08-41-820 | Three Rivers Fed 08-41-820 | 9 | 080S | 200E | | | Federal | | | NA | SUB | 12/07/13 | |

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

| | | |
|---|--|---|
| 1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____ | | 5. LEASE DESIGNATION AND SERIAL NUMBER: See Attached Well List |
| 2. NAME OF OPERATOR: Axia Energy, LLC N3765 | | 6. IF INDIAN, ALLOTTEE OR TRIBE NAME: |
| 3. ADDRESS OF OPERATOR: 1430 Larimer Street, Ste 400 CITY Denver STATE CO ZIP 80202 | | 7. UNIT or CA AGREEMENT NAME: |
| 4. LOCATION OF WELL FOOTAGES AT SURFACE: See Attached | | 8. WELL NAME and NUMBER: See Attached Well List |
| QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: | | 9. API NUMBER: |
| COUNTY: Uintah | | 10. FIELD AND POOL, OR WILDCAT: |
| STATE: UTAH | | |

| 11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA | | | |
|---|---|---|--|
| TYPE OF SUBMISSION | TYPE OF ACTION | | |
| <input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: 10/1/2013 | <input type="checkbox"/> ACIDIZE | <input type="checkbox"/> DEEPEN | <input type="checkbox"/> REPERFORATE CURRENT FORMATION |
| <input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: | <input type="checkbox"/> ALTER CASING | <input type="checkbox"/> FRACTURE TREAT | <input type="checkbox"/> SIDETRACK TO REPAIR WELL |
| | <input type="checkbox"/> CASING REPAIR | <input type="checkbox"/> NEW CONSTRUCTION | <input type="checkbox"/> TEMPORARILY ABANDON |
| | <input type="checkbox"/> CHANGE TO PREVIOUS PLANS | <input checked="" type="checkbox"/> OPERATOR CHANGE | <input type="checkbox"/> TUBING REPAIR |
| | <input type="checkbox"/> CHANGE TUBING | <input type="checkbox"/> PLUG AND ABANDON | <input type="checkbox"/> VENT OR FLARE |
| | <input type="checkbox"/> CHANGE WELL NAME | <input type="checkbox"/> PLUG BACK | <input type="checkbox"/> WATER DISPOSAL |
| | <input type="checkbox"/> CHANGE WELL STATUS | <input type="checkbox"/> PRODUCTION (START/RESUME) | <input type="checkbox"/> WATER SHUT-OFF |
| | <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS | <input type="checkbox"/> RECLAMATION OF WELL SITE | <input type="checkbox"/> OTHER: _____ |
| | <input type="checkbox"/> CONVERT WELL TYPE | <input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION | |

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

EFFECTIVE DATE: October 1, 2013
FROM:
Axia Energy, LLC
1430 Larimer Street
Suite 400
Denver, CO 80202
Bond Number: Blanket Statewide UT State/Fee Bond LPM9046682
TO:
Ultra Resources, Inc.
304 Inverness Way South
Englewood, CO 80112
Bond Number: DOGm 022046298
BLM 022046400

Ultra Resources, Inc. will be responsible under the terms and conditions of the leases/wells for the operations conducted on the leased lands.

RECEIVED

DEC 16 2013

DIV. OF OIL, GAS & MINING

NAME (PLEASE PRINT) Daniel G. Blanchard TITLE President
SIGNATURE [Signature] DATE 12/11/13

(This space for State use only)

APPROVED

JAN 16 2013

DIV. OIL GAS & MINING
BY: [Signature]

ATTACHMENT TO FORM 9 CHANGE OF OPERATOR
AXIA ENERGY TO ULTRA RESOURCES EFFECTIVE 10-01-2013

| State Well Name List downloaded 12-10-13 | Axia Well Name (for database sort and consistency) | Sec | TWN | RNG | API Number | Entity | Mineral Lease | Surface Lease | Well Type | State Well Status | Actual Status @ 12/12/13 | Submitted | Date Apprvd DOGM |
|---|--|-----|------|------|------------|--------|------------------|------------------|--------------|-------------------------|--------------------------------|-----------|------------------------|
| THREE RIVERS 2-11-820 | Three Rivers 02-11-820 | 2 | 080S | 200E | 4304751936 | 18354 | State | State | OW | P | P | 1 | |
| THREE RIVERS 2-13-820 | Three Rivers 02-13-820 | 2 | 080S | 200E | 4304752687 | 19014 | State | State | OW | DRL | P | 2 | 08/27/12 |
| THREE RIVERS 2-15-820 | Three Rivers 02-15-820 | 2 | 080S | 200E | 4304752689 | 18770 | State | State | OW | P | P | 3 | |
| Three Rivers 2-21-820 | Three Rivers 02-21-820 | 2 | 080S | 200E | 4304753947 | | State | State | OW | APD | APRVD | 4 | 10/15/13 |
| Three Rivers 2-223-820 | Three Rivers 02-223-820 | 2 | 080S | 200E | 4304753946 | | State | State | OW | APD | APRVD | 5 | 10/15/13 |
| Three Rivers 2-22-820 | Three Rivers 02-22-820 | 2 | 080S | 200E | 4304753948 | | State | State | OW | APD | APRVD | 6 | 10/15/13 |
| THREE RIVERS 2-23-820 | Three Rivers 02-23-820 | 2 | 080S | 200E | 4304752688 | 19015 | State | State | OW | DRL | P | 7 | 08/27/12 |
| Three Rivers 2-24-820 | Three Rivers 02-24-820 | 2 | 080S | 200E | 4304753945 | | State | State | OW | APD | APRVD | 8 | 10/15/13 |
| THREE RIVERS 2-25-820 | Three Rivers 02-25-820 | 2 | 080S | 200E | 4304752690 | | State | State | OW | APD | APRVD | 9 | 08/27/12 |
| Three Rivers 2-32-820 | Three Rivers 02-32-820 | 2 | 080S | 200E | 4304753274 | | State | State | OW | APD | APRVD | 10 | 12/11/12 |
| Three Rivers 2-33-820 | Three Rivers 02-33-820 | 2 | 080S | 200E | 4304753273 | 18943 | State | State | OW | P | P | 1 | |
| THREE RIVERS 2-41-820 | Three Rivers 02-41-820 | 2 | 080S | 200E | 4304752686 | | State | State | OW | APD | APRVD | 2 | 08/27/12 |
| THREE RIVERS 2-51-820 | Three Rivers 02-51-820 | 2 | 080S | 200E | 4304752685 | 18941 | State | State | OW | P | P | 3 | |
| Three Rivers 4-13-820 | Three Rivers 04-13-820 | 5 | 080S | 200E | 4304753956 | | Fee | Federal | OW | APD | PERPEND | 08/19/13 | |
| THREE RIVERS 4-14-820 | Three Rivers 04-14-820 | 5 | 080S | 200E | 4304752863 | 19183 | Fee | Federal | OW | DRL | P | 5 | |
| Three Rivers 4-33-820 | Three Rivers 04-33-820 | 4 | 080S | 200E | 4304753528 | 19167 | Fee | Fee | OW | DRL | P | 6 | |
| Three Rivers 5-31-820 | Three Rivers 05-31-820 | 32 | 070S | 200E | 4304753711 | 19068 | Fee | Fee | OW | DRL | P | 7 | |
| Three Rivers 7-12-821 | Three Rivers 07-12-821 | 7 | 080S | 210E | 4304753562 | | Fee | Fee | OW | APD | PERPEND | 04/15/13 | 8 |
| Three Rivers 7-21-821 | Three Rivers 07-21-821 | 7 | 080S | 210E | 4304753560 | | Fee | Fee | OW | APD | PERPEND | 04/15/13 | 9 |
| Three Rivers 7-22-821 | Three Rivers 07-22-821 | 7 | 080S | 210E | 4304753561 | | Fee | Fee | OW | APD | PERPEND | 04/15/13 | 20 |
| Three Rivers 7-23-821 | Three Rivers 07-23-821 | 7 | 080S | 210E | 4304753559 | | Fee | Fee | OW | APD | PERPEND | 04/15/13 | 1 |
| Three Rivers 7-34-821 | Three Rivers 07-34-821 | 7 | 080S | 210E | 4304753558 | | Fee | Fee | OW | APD | PERPEND | 04/15/13 | 2 |
| Three Rivers 16-11-820 | Three Rivers 16-11-820 | 16 | 080S | 200E | 4304753474 | 19262 | State | State | OW | DRL | SCS | 3 | 03/12/13 |
| Three Rivers 16-12-820 | Three Rivers 16-12-820 | 16 | 080S | 200E | 4304753475 | 19263 | State | State | OW | DRL | SCS | 4 | 03/12/13 |
| Three Rivers 16-21-820 | Three Rivers 16-21-820 | 16 | 080S | 200E | 4304753229 | 19024 | State | State | OW | DRL | P | 5 | 12/11/12 |
| Three Rivers 16-22-820 | Three Rivers 16-22-820 | 16 | 080S | 200E | 4304753230 | 18961 | State | State | OW | DRL | P | 6 | 12/11/12 |
| Three Rivers 16-23-820 | Three Rivers 16-23-820 | 16 | 080S | 200E | 4304753231 | 19037 | State | State | OW | DRL | P | 7 | 12/11/12 |
| Three Rivers 16-24-820 | Three Rivers 16-24-820 | 16 | 080S | 200E | 4304753232 | 19038 | State | State | OW | P | P | 8 | |
| Three Rivers 16-31-820 | Three Rivers 16-31-820 | 16 | 080S | 200E | 4304753495 | | State | State | OW | APD | CCS | 9 | 03/12/13 |
| Three Rivers 16-32-820 | Three Rivers 16-32-820 | 16 | 080S | 200E | 4304753494 | 19185 | State | State | OW | DRL | WOC | 30 | 03/12/13 |
| Three Rivers 16-33-820 | Three Rivers 16-33-820 | 16 | 080S | 200E | 4304753496 | 19161 | State | State | OW | DRL | WOC | 1 | 03/12/13 |
| Three Rivers 16-34-820 | Three Rivers 16-34-820 | 16 | 080S | 200E | 4304753472 | | State | State | OW | APD | CCS | 2 | 03/12/13 |
| THREE RIVERS 16-41-820 | Three Rivers 16-41-820 | 16 | 080S | 200E | 4304752110 | 18356 | State | State | OW | P | P | 3 | |
| THREE RIVERS 16-42-820 | Three Rivers 16-42-820 | 16 | 080S | 200E | 4304752056 | 18682 | State | State | OW | P | P | 4 | |
| THREE RIVERS 16-43-820 | Three Rivers 16-43-820 | 16 | 080S | 200E | 4304752057 | 18683 | State | State | OW | P | P | 5 | |
| Three Rivers 16-44-820 | Three Rivers 16-44-820 | 16 | 080S | 200E | 4304753473 | | State | State | OW | APD | CCS | 6 | 03/12/13 |
| Three Rivers 18-21-821 | Three Rivers 18-21-821 | 18 | 080S | 210E | 4304753276 | | Fee | Fee | OW | APD | PERPEND | 12/17/12 | 7 |
| Three Rivers 18-22-821 | Three Rivers 18-22-821 | 18 | 080S | 210E | 4304753260 | | Fee | Fee | OW | APD | PERPEND | 04/15/13 | 8 |
| Three Rivers 18-31-821 | Three Rivers 18-31-821 | 18 | 080S | 210E | 4304753277 | | Fee | Fee | OW | APD | PERPEND | 12/19/12 | 9 |
| Three Rivers 18-32-821 | Three Rivers 18-32-821 | 18 | 080S | 210E | 4304753261 | | Fee | Fee | OW | APD | PERPEND | 04/15/13 | 40 |
| Three Rivers 27-34-720 | Three Rivers 27-34-720 | 34 | 070S | 200E | 4304753278 | | Fee | Fee | OW | APD | PERPEND | 12/19/12 | 1 |
| THREE RIVERS 32-15-720 | Three Rivers 32-15-720 | 32 | 070S | 200E | 4304752736 | 18767 | Fee | Fee | OW | P | P | 2 | |
| THREE RIVERS 32-25-720 | Three Rivers 32-25-720 | 32 | 070S | 200E | 4304752718 | 19033 | Fee | Fee | OW | P | P | 3 | |
| Three Rivers 32-32-720 | Three Rivers 32-32-720 | 32 | 070S | 200E | 4304753734 | 19087 | Fee | Fee | OW | DRL | P | 4 | 06/12/13 |
| Three Rivers 32-333-720 | Three Rivers 32-333-720 | 32 | 070S | 200E | 4304753950 | 19251 | Fee | Fee | OW | DRL | SCS | 5 | 10/15/13 |
| Three Rivers 32-333-720 | Three Rivers 32-333-720 | 32 | 070S | 200E | 4304753735 | 19088 | Fee | Fee | OW | DRL | P | 6 | 06/12/13 |
| Three Rivers 32-334-720 | Three Rivers 32-334-720 | 32 | 070S | 200E | 4304753710 | 19067 | Fee | Fee | OW | DRL | P | 7 | 05/22/13 |
| THREE RIVERS 32-33-720 | Three Rivers 32-33-720 | 32 | 070S | 200E | 4304752734 | 19016 | Fee | Fee | OW | DRL | P | 8 | 08/29/12 |
| THREE RIVERS 32-34-720 | Three Rivers 32-34-720 | 32 | 070S | 200E | 4304752735 | 19249 | Fee | Fee | OW | DRL | DRLG | 9 | 08/29/12 |
| THREE RIVERS 32-35-720 | Three Rivers 32-35-720 | 32 | 070S | 200E | 4304752737 | 18766 | Fee | Fee | OW | P | P | 50 | |
| Three Rivers 32-42-720 | Three Rivers 32-42-720 | 32 | 070S | 200E | 4304753949 | | Fee | Fee | OW | APD | APRVD | 1 | 10/15/13 |
| THREE RIVERS 34-31-720 | Three Rivers 34-31-720 | 34 | 070S | 200E | 4304752012 | 18326 | Fee | Fee | OW | P | P | 2 | |
| Three Rivers 34-31T-720 | Three Rivers 34-31T-720 | 34 | 070S | 200E | 4304753281 | | Fee | Fee | OW | APD | APRVD | 3 | 12/11/12 |
| THREE RIVERS 36-11-720 | Three Rivers 36-11-720 | 36 | 070S | 200E | 4304751915 | 18355 | State | State | OW | P | P | 4 | |
| THREE RIVERS 36-13-720 | Three Rivers 36-13-720 | 36 | 070S | 200E | 4304752699 | | State | State | OW | APD | APRVD | 5 | 08/29/12 |
| THREE RIVERS 36-21-720 | Three Rivers 36-21-720 | 36 | 070S | 200E | 4304752698 | | State | State | OW | APD | APRVD | 6 | 08/29/12 |
| THREE RIVERS 36-23-720 | Three Rivers 36-23-720 | 36 | 070S | 200E | 4304752733 | 18769 | State | State | OW | P | P | 7 | |
| THREE RIVERS 36-31-720 | Three Rivers 36-31-720 | 36 | 070S | 200E | 4304752697 | 19086 | State | State | OW | DRL | P | 8 | 08/29/12 |
| Three Rivers D | Three Rivers D | 16 | 080S | 200E | 4304753702 | | State | State | WD | APD | APRVD | 9 | 07/15/13 |
| THREE RIVERS FED 3-11-820 | Three Rivers Fed 03-11-820 | 34 | 070S | 200E | 4304752950 | 19184 | Federal | Fee | OW | DRL | WOC | 60 | 02/22/13 |
| Three Rivers Federal 3-12-820 | Three Rivers Fed 03-12-820 | 4 | 080S | 200E | 4304753914 | | Federal | Federal | OW | APD | APRVD | 1 | 08/01/13 |
| Three Rivers Federal 3-13-820 | Three Rivers Fed 03-13-820 | 3 | 080S | 200E | 4304753951 | | Federal | Federal | OW | APD | PERPEND | 08/12/13 | 2 |
| Three Rivers Federal 3-14-820 | Three Rivers Fed 03-14-820 | 3 | 080S | 200E | 4304753952 | | Federal | Federal | OW | APD | PERPEND | 08/12/13 | 3 |
| Three Rivers Federal 3-23-820 | Three Rivers Fed 03-23-820 | 3 | 080S | 200E | 4304753953 | | Federal | Federal | OW | APD | PERPEND | 08/12/13 | 4 |
| Three Rivers Federal 3-24-820 | Three Rivers Fed 03-24-820 | 3 | 080S | 200E | 4304753954 | | Federal | Federal | OW | APD | PERPEND | 08/12/13 | 5 |
| THREE RIVERS FEDERAL 3-32-820 | Three Rivers Fed 03-32-820 | 3 | 080S | 200E | 4304752861 | 18942 | Federal | Federal | OW | P | P | 6 | |
| THREE RIVERS FEDERAL 3-33-820 | Three Rivers Fed 03-33-820 | 3 | 080S | 200E | 4304752864 | | Federal | Federal | OW | APD | APRVD | 7 | 12/24/12 |
| THREE RIVERS FEDERAL 3-53-820 | Three Rivers Fed 03-53-820 | 3 | 080S | 200E | 4304752820 | 19104 | Federal | Federal | OW | DRL | P | 8 | 12/24/12 |
| THREE RIVERS FEDERAL 3-54-820 | Three Rivers Fed 03-54-820 | 3 | 080S | 200E | 4304752860 | | Federal | Federal | OW | APD | APRVD | 9 | 12/24/12 |

ATTACHMENT TO FORM 9 CHANGE OF OPERATOR
AXIA ENERGY TO ULTRA RESOURCES EFFECTIVE 10-01-2013

| State Well Name List downloaded 12-10-13 | Axia Well Name (for database sort and consistency) | Sec | TWN | RNG | API Number | Entity | Mineral Lease | Surface Lease | Well Type | State Well Status | Actual Status @ 12/12/13 | Submitted | Date Apprvd DOGM |
|---|--|-----|------|------|------------|--------|------------------|------------------|--------------|-------------------------|--------------------------------|-----------|------------------------|
| THREE RIVERS 4-21-820 | Three Rivers Fed 04-21-820 | 4 | 080S | 200E | 4304752875 | 19048 | Federal | Fee | OW | DRL | P | 70 | 02/22/13 |
| THREE RIVERS FED 4-31-820 | Three Rivers Fed 04-31-820 | 4 | 080S | 200E | 4304752874 | 19023 | Federal | Fee | OW | DRL | P | 1 | 02/22/13 |
| Three Rivers Federal 4-32-820 | Three Rivers Fed 04-32-820 | 4 | 080S | 200E | 4304753552 | 19168 | Federal | Fee | OW | DRL | P | 2 | 08/26/13 |
| Three Rivers Federal 4-41-820 | Three Rivers Fed 04-41-820 | 4 | 080S | 200E | 4304753911 | | Federal | Federal | OW | APD | APRVD | 3 | 08/01/13 |
| Three Rivers Federal 4-42-820 | Three Rivers Fed 04-42-820 | 4 | 080S | 200E | 4304753913 | | Federal | Federal | OW | APD | APRVD | 4 | 08/01/13 |
| Three Rivers Federal 5-11-820 | Three Rivers Fed 05-11-820 | 5 | 080S | 200E | 4304754204 | | Federal | Federal | OW | NEW | PERPEND | 12/03/13 | 5 |
| Three Rivers Federal 5-21-820 | Three Rivers Fed 05-21-820 | 5 | 080S | 200E | 4304754205 | | Federal | Federal | OW | NEW | PERPEND | 12/03/13 | 6 |
| Three Rivers Federal 5-42-820 | Three Rivers Fed 05-42-820 | 5 | 080S | 200E | 4304753958 | | Federal | Federal | OW | APD | PERPEND | 08/19/13 | 7 |
| Three Rivers Federal 5-43-820 | Three Rivers Fed 05-43-820 | 5 | 080S | 200E | 4304753957 | | Federal | Federal | OW | APD | PERPEND | 08/19/13 | 8 |
| THREE RIVERS FEDERAL 5-56-820 | Three Rivers Fed 05-56-820 | 5 | 080S | 200E | 4304752862 | 18993 | Federal | Federal | OW | P | P | | |
| THREE RIVERS FEDERAL 8-52-820 | Three Rivers Fed 08-52-820 | 8 | 080S | 200E | 4304752770 | 19156 | Federal | Federal | OW | DRL | P | 9 | 02/22/13 |
| THREE RIVERS FEDERAL 8-53-820 | Three Rivers Fed 08-53-820 | 8 | 080S | 200E | 4304752771 | 18992 | Federal | Federal | OW | P | P | | |
| Three Rivers Federal 9-41-820 | Three Rivers Fed 09-41-820 | 10 | 080S | 200E | 4304753556 | 19170 | Federal | Federal | OW | DRL | P | | 08/20/13 |
| THREE RIVERS FED 10-30-820 | Three Rivers Fed 10-30-820 | 10 | 080S | 200E | 4304753555 | 19169 | Federal | Federal | OW | DRL | P | | 08/20/13 |
| Three Rivers Federal 10-31-820 | Three Rivers Fed 10-31-820 | 10 | 080S | 200E | 4304753437 | | Federal | Federal | OW | APD | CCS | | 08/21/13 |
| Three Rivers Federal 10-32-820 | Three Rivers Fed 10-32-820 | 10 | 080S | 200E | 4304753415 | | Federal | Federal | OW | APD | CCS | | 08/21/13 |
| THREE RIVERS FED 10-41-820 | Three Rivers Fed 10-41-820 | 10 | 080S | 200E | 4304752948 | 19137 | Federal | Federal | OW | DRL | P | | 02/22/13 |
| THREE RIVERS FED 10-42-820 | Three Rivers Fed 10-42-820 | 10 | 080S | 200E | 4304752949 | | Federal | Federal | OW | APD | APRVD | | 02/22/13 |
| Three Rivers Federal 33-11-720 | Three Rivers Fed 33-11-720 | 32 | 070S | 200E | 4304753733 | 19109 | Federal | Fee | OW | DRL | P | | 07/17/13 |
| Three Rivers Federal 33-12-720 | Three Rivers Fed 33-12-720 | 33 | 070S | 200E | 4304753724 | 19250 | Federal | Fee | OW | DRL | WOC | | 09/16/13 |
| Three Rivers Federal 33-13-720 | Three Rivers Fed 33-13-720 | 33 | 070S | 200E | 4304753723 | 19222 | Federal | Fee | OW | DRL | WOC | | 09/16/13 |
| Three Rivers Federal 33-14-720 | Three Rivers Fed 33-14-720 | 33 | 070S | 200E | 4304753551 | 19107 | Federal | Fee | OW | DRL | P | | 09/16/13 |
| Three Rivers Federal 33-24-720 | Three Rivers Fed 33-24-720 | 33 | 070S | 200E | 4304753557 | 19108 | Federal | Fee | OW | DRL | P | | 07/09/13 |
| THREE RIVERS FED 34-15-720 | Three Rivers Fed 34-15-720 | 34 | 070S | 200E | 4304752965 | 18960 | Federal | Fee | OW | P | P | | |
| THREE RIVERS FED 34-23-720 | Three Rivers Fed 34-23-720 | 34 | 070S | 200E | 4304752945 | 19049 | Federal | Fee | OW | DRL | P | | 02/12/13 |
| Three Rivers Federal 34-25-720 | Three Rivers Fed 34-25-720 | 34 | 070S | 200E | 4304753283 | | Federal | Fee | OW | APD | APRVD | | 06/10/13 |
| THREE RIVERS FED 34-33-720 | Three Rivers Fed 34-33-720 | 34 | 070S | 200E | 4304752947 | 19050 | Federal | Fee | OW | DRL | P | | 02/22/13 |
| Three Rivers Federal 34-35-720 | Three Rivers Fed 34-35-720 | 34 | 070S | 200E | 4304753282 | | Federal | Fee | OW | APD | APRVD | | 06/10/13 |
| Three Rivers Federal 34-42-720 | Three Rivers Fed 34-42-720 | 35 | 070S | 200E | 4304753915 | | Federal | Federal | OW | APD | APRVD | | 08/01/13 |
| Three Rivers Federal 34-43-720 | Three Rivers Fed 34-43-720 | 35 | 070S | 200E | 4304753916 | | Federal | Federal | OW | APD | APRVD | | 08/01/13 |
| Three Rivers Federal 35-11-720 | Three Rivers Fed 35-11-720 | 35 | 070S | 200E | 4304753944 | | Federal | Federal | OW | APD | PERPEND | 07/25/13 | 100 |
| Three Rivers Federal 35-12-720 | Three Rivers Fed 35-12-720 | 35 | 070S | 200E | 4304753917 | | Federal | Federal | OW | APD | APRVD | | 08/01/13 |
| Three Rivers Federal 35-13-720 | Three Rivers Fed 35-13-720 | 35 | 070S | 200E | 4304753554 | | Federal | Federal | OW | APD | APRVD | | 08/20/13 |
| Three Rivers Federal 35-14-720 | Three Rivers Fed 35-14-720 | 35 | 070S | 200E | 4304753553 | | Federal | Federal | OW | APD | APRVD | | 08/22/13 |
| Three Rivers Federal 35-21-720 | Three Rivers Fed 35-21-720 | 35 | 070S | 200E | 4304753943 | | Federal | Federal | OW | APD | PERPEND | 07/25/13 | 4 |
| THREE RIVERS FED 35-32-720 | Three Rivers Fed 35-32-720 | 35 | 070S | 200E | 4304753005 | 19138 | Federal | Federal | OW | DRL | APRVD | | 02/22/13 |
| THREE RIVERS FED 35-34-720 | Three Rivers Fed 35-34-720 | 35 | 070S | 200E | 4304753006 | | Federal | Federal | OW | APD | APRVD | | 02/22/13 |
| THREE RIVERS FED 35-42-720 | Three Rivers Fed 35-42-720 | 35 | 070S | 200E | 4304753007 | | Federal | Federal | OW | APD | APRVD | | 02/22/13 |
| Three Rivers Federal 35-43-720 | Three Rivers Fed 35-43-720 | 35 | 070S | 200E | 4304753918 | | Federal | Federal | OW | APD | APRVD | | 08/01/13 |
| Three Rivers Federal 35-44-720 | Three Rivers Fed 35-44-720 | 35 | 070S | 200E | 4304753919 | | Federal | Federal | OW | APD | APRVD | | 08/01/13 |
| THREE RIVERS FED 35-44-720 | Three Rivers Fed 35-44-720 | 35 | 070S | 200E | 4304753008 | | Federal | Federal | OW | APD | APRVD | 110 | 02/22/13 |
| Three Rivers Fed 03-34-820 | Three Rivers Fed 03-34-820 | 3 | 080S | 200E | | | Federal | | NA | SUB | | 12/10/13 | 1 |
| Three Rivers Fed 03-44-820 | Three Rivers Fed 03-44-820 | 3 | 080S | 200E | | | Federal | | NA | SUB | | 12/10/13 | 2 |
| Three Rivers Fed 08-31-820 | Three Rivers Fed 08-31-820 | 8 | 080S | 200E | | | Federal | | NA | SUB | | 12/07/13 | 3 |
| Three Rivers Fed 08-41-820 | Three Rivers Fed 08-41-820 | 9 | 080S | 200E | | | Federal | | NA | SUB | | 12/07/13 | 4 |

| | | |
|--|--|--|
| STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING | | FORM 9 |
| SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals. | | 5. LEASE DESIGNATION AND SERIAL NUMBER: ML-49319 |
| 1. TYPE OF WELL Water Disposal Well | | 6. IF INDIAN, ALLOTTEE OR TRIBE NAME: |
| 2. NAME OF OPERATOR: ULTRA RESOURCES INC | | 7. UNIT or CA AGREEMENT NAME: |
| 3. ADDRESS OF OPERATOR: 304 Inverness Way South #245, Englewood, CO, 80112 | | 8. WELL NAME and NUMBER: Three Rivers D |
| 4. LOCATION OF WELL FOOTAGES AT SURFACE: 2117 FSL 0680 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NESE Section: 16 Township: 08.0S Range: 20.0E Meridian: S | | 9. API NUMBER: 43047537020000 |
| PHONE NUMBER: 303 645-9810 Ext | | 9. FIELD and POOL or WILDCAT: THREE RIVERS |
| COUNTY: UINTAH | | STATE: UTAH |
| 11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA | | |
| TYPE OF SUBMISSION | TYPE OF ACTION | |
| <input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: | <input type="checkbox"/> ACIDIZE | |
| <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: | <input type="checkbox"/> ALTER CASING | |
| <input checked="" type="checkbox"/> SPUD REPORT Date of Spud: 4/29/2014 | <input type="checkbox"/> CASING REPAIR | |
| <input type="checkbox"/> DRILLING REPORT Report Date: | <input type="checkbox"/> CHANGE TO PREVIOUS PLANS | |
| | <input type="checkbox"/> CHANGE TUBING | |
| | <input type="checkbox"/> CHANGE WELL STATUS | |
| | <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS | |
| | <input type="checkbox"/> CONVERT WELL TYPE | |
| | <input type="checkbox"/> DEEPEN | |
| | <input type="checkbox"/> FRACTURE TREAT | |
| | <input type="checkbox"/> NEW CONSTRUCTION | |
| | <input type="checkbox"/> OPERATOR CHANGE | |
| | <input type="checkbox"/> PLUG AND ABANDON | |
| | <input type="checkbox"/> PLUG BACK | |
| | <input type="checkbox"/> PRODUCTION START OR RESUME | |
| | <input type="checkbox"/> RECLAMATION OF WELL SITE | |
| | <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION | |
| | <input type="checkbox"/> REPERFORATE CURRENT FORMATION | |
| | <input type="checkbox"/> SIDETRACK TO REPAIR WELL | |
| | <input type="checkbox"/> TEMPORARY ABANDON | |
| | <input type="checkbox"/> TUBING REPAIR | |
| | <input type="checkbox"/> VENT OR FLARE | |
| | <input type="checkbox"/> WATER DISPOSAL | |
| | <input type="checkbox"/> WATER SHUTOFF | |
| | <input type="checkbox"/> SI TA STATUS EXTENSION | |
| | <input type="checkbox"/> WILDCAT WELL DETERMINATION | |
| | <input type="checkbox"/> OTHER: <input style="width: 100px;" type="text"/> | |
| 12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. White Mountain will be moving onto the THREE RIVERS D (API #43-047-53702) on 4/29/2014 to drill and set conductor. | | |
| Accepted by the Utah Division of Oil, Gas, and Mining FOR RECORD ONLY | | |
| NAME (PLEASE PRINT) Jenna Anderson | PHONE NUMBER 303 645-9804 | TITLE Permitting Assistant |
| SIGNATURE N/A | DATE 5/2/2014 | |

| | | |
|--|--|--|
| STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING | | FORM 9 |
| SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals. | | 5. LEASE DESIGNATION AND SERIAL NUMBER: ML-49319 |
| 1. TYPE OF WELL Water Disposal Well | | 6. IF INDIAN, ALLOTTEE OR TRIBE NAME: |
| 2. NAME OF OPERATOR: ULTRA RESOURCES INC | | 7. UNIT or CA AGREEMENT NAME: |
| 3. ADDRESS OF OPERATOR: 304 Inverness Way South #245, Englewood, CO, 80112 | | 8. WELL NAME and NUMBER: Three Rivers D |
| 4. LOCATION OF WELL FOOTAGES AT SURFACE: 2117 FSL 0680 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NESE Section: 16 Township: 08.0S Range: 20.0E Meridian: S | | 9. API NUMBER: 43047537020000 |
| PHONE NUMBER: 303 645-9810 Ext | | 9. FIELD and POOL or WILDCAT: THREE RIVERS |
| COUNTY: UINTAH | | STATE: UTAH |
| 11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA | | |
| TYPE OF SUBMISSION | TYPE OF ACTION | |
| <input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: | <input type="checkbox"/> ACIDIZE | |
| <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: | <input type="checkbox"/> ALTER CASING | |
| <input type="checkbox"/> SPUD REPORT Date of Spud: | <input type="checkbox"/> CASING REPAIR | |
| <input checked="" type="checkbox"/> DRILLING REPORT Report Date: 6/5/2014 | <input type="checkbox"/> CHANGE TO PREVIOUS PLANS | |
| | <input type="checkbox"/> CHANGE TUBING | |
| | <input type="checkbox"/> CHANGE WELL STATUS | |
| | <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS | |
| | <input type="checkbox"/> DEEPEN | |
| | <input type="checkbox"/> FRACTURE TREAT | |
| | <input type="checkbox"/> OPERATOR CHANGE | |
| | <input type="checkbox"/> PLUG AND ABANDON | |
| | <input type="checkbox"/> PRODUCTION START OR RESUME | |
| | <input type="checkbox"/> RECLAMATION OF WELL SITE | |
| | <input type="checkbox"/> REPERFORATE CURRENT FORMATION | |
| | <input type="checkbox"/> SIDETRACK TO REPAIR WELL | |
| | <input type="checkbox"/> TUBING REPAIR | |
| | <input type="checkbox"/> VENT OR FLARE | |
| | <input type="checkbox"/> WATER SHUTOFF | |
| | <input type="checkbox"/> SI TA STATUS EXTENSION | |
| | <input type="checkbox"/> WILDCAT WELL DETERMINATION | |
| | <input type="checkbox"/> OTHER: <input style="width: 100px;" type="text"/> | |
| 12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. Monthly status report of drilling and completion attached. | | |
| Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY June 05, 2014 | | |
| NAME (PLEASE PRINT) Jenna Anderson | PHONE NUMBER 303 645-9804 | TITLE Permitting Assistant |
| SIGNATURE N/A | DATE 6/5/2014 | |

ULTRA RESOURCES, INC.
DAILY DRILLING REPORT DATE: 05/01/2014

WELL NAME

THREE RIVERS-D

AFE#

140709

SPUD DATE

05/03/2014

WELL SITE CONSULTANT

Jess Peonio

PHONE#

435-219-4933

CONTRACTOR

Ensign 122

TD AT REPORT

120'

FOOTAGE

0'

PRATE

CUM. DRLG. HRS

DRLG DAYS SINCE SPUD

0

ANTICIPATED TD

3,279'

PRESENT OPS

Rig Up at 120'

GEOLOGIC SECT.

DAILY MUD LOSS

SURF:

DH:

CUM. MUD LOSS

SURF:

DH:

MUD COMPANY:

MUD ENGINEER:

LAST BOP TEST

NEXT CASING SIZE

8 5/8

NEXT CASING DEPTH

1,050

SSE

0

SSED

0

TIME BREAKDOWN

DETAILS

Start

End

Hrs

05:55

05:55

00:00

SAFETY MEETING DAYS: SAFETY USING LOADER.PINCH POINTS, WORKING AROUND TRUCKS.

SAFETY MEETING NIGHTS:WORKING DAYLIGHTS.

REGULATORY NOTICES:NONE.

REGULATORY VISITS:NONE.

INCIDENTS:NONE.

SAFETY DRILLS:NONE.

AFE Days vs Depth:

AFE Cost Vs Depth:

DWOP Days vs Depth:

LL/BP Received Today:

| | | | | | | | | | | | | |
|-----------------------|------|---------|------------|------------|----------|----------|-----------|-----------|-----------------|----------|---------|--|
| RECENT CASINGS RUN: | | | Date Set | | Size | Grade | Weight | Depth | FIT Depth | FIT ppg | | |
| Conductor | | | 04/30/2014 | | 16 | ARJ-55 | 45 | 120 | | | | |
| RECENT BITS: | | | | | | | | | | | | |
| BIT | SIZE | MANUF | TYPE | SERIAL NO. | JETS | TFA | DEPTH IN | DEPTH OUT | I-O-D-L-B-G-O-R | | | |
| BIT OPERATIONS: | | | | | | | | | | | | |
| BIT | WOB | RPM | GPM | PRESS | HHP | HRS | 24hr DIST | 24HR ROP | CUM HRS | CUM DIST | CUM ROP | |
| RECENT MUD MOTORS: | | | | | | | | | | | | |
| # | SIZE | MANUF | TYPE | SERIAL NO. | LOBES | DEPTH IN | DEPTH OUT | DATE IN | DATE OUT | | | |
| MUD MOTOR OPERATIONS: | | | | | | | | | | | | |
| # | WOB | REV/GAL | HRS | 24hr DIST | 24HR ROP | CUM HRS | CUM DIST | CUM ROP | | | | |

| SURVEYS | | Date | TMD | Incl | Azimuth | TVD | VS | NS | EW | DLS | Tool Type | | |
|---------|--|------|-----|------|---------|-----|----|----|----|-----|-----------|--|--|
|---------|--|------|-----|------|---------|-----|----|----|----|-----|-----------|--|--|

SURFACE PUMP/BHA INFORMATION

Pump 1 Liner

Stroke Len

SPM

PSI

GPM

SPR

Slow PSI

Pump 2 Liner

Stroke Len

SPM

PSI

GPM

SPR

Slow PSI

Pump 32 Liner

Stroke Len

SPM

PSI

GPM

SPR

Slow PSI

BHA Makeup

Length

Hours on BHA

Up Weight

Dn Weight

RT Weight

Torque

Hours on Motor

| DAILY COSTS | | DAILY | CUM | AFE | | | DAILY | CUM | AFE |
|--------------------------------|--|-------|--------|---------|--------------------------------|--|-------|--------|---------|
| 8100..100: Permits & Fees | | | 16,867 | 4,500 | 8100..105: Insurance | | | | 2,500 |
| 8100..110: Staking & Surveying | | | | 1,500 | 8100..120: Surface Damages & R | | | | |
| 8100..200: Location Roads | | | | 45,000 | 8100..210: Reclamation | | | | 10,000 |
| 8100..220: Secondary Reclamat | | | | | 8100..230: Pit Solidification | | | | 5,000 |
| 8100..300: Water Well | | | | | 8100..310: Water/Water Dispos | | | | 10,000 |
| 8100..320: Mud & Chemicals | | | | | 8100..325: Oil Base Mud Diesel | | | | |
| 8100..400: Drilling Rig | | | 19,700 | 242,000 | 8100..402: Drilling Rig Cleani | | | | |
| 8100..405: Rig Fuel | | | | | 8100..410: Mob/Demob | | | | |
| 8100..420: Bits & Reamers | | | | | 8100..500: Roustabout Services | | | | 4,000 |
| 8100..510: Testing/Inspection/ | | | | 1,000 | 8100..520: Trucking & Hauling | | | | 23,000 |
| 8100..530: Equipment Rental | | | | 5,000 | 8100..531: Down Hole Motor Ren | | | | |
| 8100..532: Solids Control Equi | | | | 10,000 | 8100..535: Directional Drillin | | | | |
| 8100..540: Fishing | | | | | 8100..600: Surface Casing/Inte | | | | 35,000 |
| 8100..605: Cementing Work | | | | 15,000 | 8100..610: P & A | | | | |
| 8100..700: Logging - Openhole | | | | 14,000 | 8100..705: Logging - Mud | | | | |
| 8100..800: Supervision/Consult | | | | 5,000 | 8100..810: Engineering/Evaluat | | | | |
| 8100..900: Contingencies | | | | | 8100..950: Administrative O/H | | | | |
| 8100..999: Non Operated IDC | | | | | 8200..510: Testing/Inspection/ | | | 398 | 5,000 |
| 8200..520: Trucking & Hauling | | | | 10,000 | 8200..530: Equipment Rental | | | | 50,000 |
| 8200..605: Cementing Work | | | 15,722 | 20,000 | 8210..600: Production Casing | | | | 50,000 |
| 8210..620: Wellhead/Casing Hea | | | | 51,200 | Total Cost | | | 52,687 | 618,700 |

ULTRA RESOURCES, INC.
DAILY DRILLING REPORT DATE: 05/02/2014

| | | | | | | | | | | | |
|----------------------|------------------|-------------|----------------|---------------|-------------------|----------------|----------------------|------------|---|------|---|
| WELL NAME | THREE RIVERS-D | | | AFE# | 140709 | | SPUD DATE | 05/03/2014 | | | |
| WELL SITE CONSULTANT | JOHN FREITAS | | | PHONE# | 435-219-4933 | | CONTRACTOR | Ensign 122 | | | |
| TD AT REPORT | 120' | FOOTAGE | 0' | PRATE | CUM. DRLG. HRS | | DRLG DAYS SINCE SPUD | | 0 | | |
| ANTICIPATED TD | 3,279' | PRESENT OPS | Rig Up at 120' | | | GEOLOGIC SECT. | | | | | |
| DAILY MUD LOSS | SURF: | DH: | | CUM. MUD LOSS | | | SURF: | DH: | | | |
| MUD COMPANY: | | | | MUD ENGINEER: | | | | | | | |
| LAST BOP TEST | NEXT CASING SIZE | | | 8 5/8 | NEXT CASING DEPTH | | 1,050 | SSE | 0 | SSED | 0 |

| | | | | |
|----------------|-------|-------|----------|-------|
| TIME BREAKDOWN | OTHER | 11.00 | RIG MOVE | 13.00 |
|----------------|-------|-------|----------|-------|

| | | | | |
|---------|-------|-------|---|--|
| DETAILS | | | | |
| Start | End | Hrs | | |
| 06:00 | 19:00 | 13:00 | RIG STARTED ARRIVING TODAY, 80% OF THE RIG ON LOCATION, 35% RIGGED UP. | |
| 19:00 | 00:00 | 05:00 | WAIT ON DAYLIGHTS. | |
| 00:00 | 06:00 | 06:00 | WAIT ON DAYLIGHTS | |
| 05:55 | 05:55 | 00:00 | SAFETY MEETING DAYS: SAFETY USING LOADER.PINCH POINTS, WORKING AROUND TRUCKS. | |
| | | | SAFETY MEETING NIGHTS:WORKING DAYLIGHTS. | |
| | | | REGULATORY NOTICES:NONE. | |
| | | | REGULATORY VISITS:NONE. | |
| | | | INCIDENTS:NONE. | |
| | | | SAFETY DRILLS:NONE. | |

| | | | |
|---------------------|--|-------------------------|--|
| AFE Days vs Depth: | | AFE Cost Vs Depth: | |
| DWOP Days vs Depth: | | # LL/BP Received Today: | |

| | | | | | |
|----------------------|------|----------|-------------|---------|----------|
| FUEL AND WATER USAGE | Used | Received | Transferred | On Hand | Cum.Used |
| Fluid | | | | | |
| Fuel | | | | 0.0 | |
| Gas | | | | | |
| Fresh Well Water | | | | | |
| Nano Water | | | | | |
| Frac Water | | | | | |
| Reserve Pit Water | | | | | |
| Boiler Hours | | | | | |
| Air Heater Hours | | | | | |
| Urea | | | | 0.0 | |
| Urea Sys 1 Hrs | | | | | |
| Urea Sys 2 Hrs | | | | | |
| Urea Sys 3 Hrs | | | | | |

| | | | | | | | |
|---------------------|------------|------|--------|--------|-------|-----------|---------|
| RECENT CASINGS RUN: | Date Set | Size | Grade | Weight | Depth | FIT Depth | FIT ppg |
| Conductor | 04/30/2014 | 16 | ARJ-55 | 45 | 120 | | |

| | | | | | | | | | | | |
|--------------|------|-------|------|------------|------|-----|----------|-----------|-----------------|--|--|
| RECENT BITS: | | | | | | | | | | | |
| BIT | SIZE | MANUF | TYPE | SERIAL NO. | JETS | TFA | DEPTH IN | DEPTH OUT | I-O-D-L-B-G-O-R | | |

| | | | | | | | | | | | |
|-----------------|-----|-----|-----|-------|-----|-----|-----------|----------|---------|----------|---------|
| BIT OPERATIONS: | | | | | | | | | | | |
| BIT | WOB | RPM | GPM | PRESS | HHP | HRS | 24hr DIST | 24HR ROP | CUM HRS | CUM DIST | CUM ROP |

| | | | | | | | | | | | |
|--------------------|------|-------|------|------------|-------|----------|-----------|---------|----------|--|--|
| RECENT MUD MOTORS: | | | | | | | | | | | |
| # | SIZE | MANUF | TYPE | SERIAL NO. | LOBES | DEPTH IN | DEPTH OUT | DATE IN | DATE OUT | | |

| | | | | | | | | | | | |
|-----------------------|-----|---------|-----|-----------|----------|---------|----------|---------|--|--|--|
| MUD MOTOR OPERATIONS: | | | | | | | | | | | |
| # | WOB | REV/GAL | HRS | 24hr DIST | 24HR ROP | CUM HRS | CUM DIST | CUM ROP | | | |

| | | | | | | | | | | | |
|---------|-----|------|---------|-----|----|----|----|-----|-----------|--|--|
| SURVEYS | | | | | | | | | | | |
| Date | TMD | Incl | Azimuth | TVD | VS | NS | EW | DLS | Tool Type | | |

| | | | | | | | | | | | |
|------------------------------|---|------------|---|-----------|---|-----|--|--------|---|-----|----------------|
| SURFACE PUMP/BHA INFORMATION | | | | | | | | | | | |
| Pump 1 Liner | | Stroke Len | | SPM | | PSI | | GPM | | SPR | Slow PSI |
| Pump 2 Liner | | Stroke Len | | SPM | | PSI | | GPM | | SPR | Slow PSI |
| Pump 32 Liner | | Stroke Len | | SPM | | PSI | | GPM | | SPR | Slow PSI |
| BHA Makeup | | | | | | | | Length | | | Hours on BHA |
| Up Weight | 0 | Dn Weight | 0 | RT Weight | 0 | | | Torque | 0 | | Hours on Motor |

| | | | | | | | |
|--------------------------------|-------|--------|---------|--------------------------------|-------|--------|---------|
| DAILY COSTS | DAILY | CUM | AFE | | DAILY | CUM | AFE |
| 8100..100: Permits & Fees | | 16,867 | 4,500 | 8100..105: Insurance | | | 2,500 |
| 8100..110: Staking & Surveying | | | 1,500 | 8100..120: Surface Damages & R | | | |
| 8100..200: Location Roads | | | 45,000 | 8100..210: Reclamation | | | 10,000 |
| 8100..220: Secondary Reclamat | | | | 8100..230: Pit Solidification | | | 5,000 |
| 8100..300: Water Well | | | | 8100..310: Water/Water Dispos | | | 10,000 |
| 8100..320: Mud & Chemicals | | | | 8100..325: Oil Base Mud Diesel | | | |
| 8100..400: Drilling Rig | | 19,700 | 242,000 | 8100..402: Drilling Rig Cleani | | | |
| 8100..405: Rig Fuel | | | | 8100..410: Mob/Demob | | | |
| 8100..420: Bits & Reamers | | | | 8100..500: Roustabout Services | | | 4,000 |
| 8100..510: Testing/Inspection/ | | | 1,000 | 8100..520: Trucking & Hauling | | | 23,000 |
| 8100..530: Equipment Rental | | | 5,000 | 8100..531: Down Hole Motor Ren | | | |
| 8100..532: Solids Control Equi | | | 10,000 | 8100..535: Directional Drillin | | | |
| 8100..540: Fishing | | | | 8100..600: Surface Casing/Inte | | | 35,000 |
| 8100..605: Cementing Work | | | 15,000 | 8100..610: P & A | | | |
| 8100..700: Logging - Openhole | | | 14,000 | 8100..705: Logging - Mud | | | |
| 8100..800: Supervision/Consult | | | 5,000 | 8100..810: Engineering/Evaluat | | | |
| 8100..900: Contingencies | | | | 8100..950: Administrative O/H | | | |
| 8100..999: Non Operated IDC | | | | 8200..510: Testing/Inspection/ | | 398 | 5,000 |
| 8200..520: Trucking & Hauling | | | 10,000 | 8200..530: Equipment Rental | | | 50,000 |
| 8200..605: Cementing Work | | 15,722 | 20,000 | 8210..600: Production Casing | | | 50,000 |
| 8210..620: Wellhead/Casing Hea | | | 51,200 | Total Cost | | 52,687 | 618,700 |

ULTRA RESOURCES, INC.
DAILY DRILLING REPORT DATE: 05/03/2014

| | | | | | | | | | |
|----------------------|----------------|------------------|----------------|-------------------|---------------|----------------|------------|----------------------|---|
| WELL NAME | THREE RIVERS-D | | | AFE# | 140709 | SPUD DATE | 05/03/2014 | | |
| WELL SITE CONSULTANT | JOHN FREITAS | | | PHONE# | 435-219-4933 | CONTRACTOR | Ensign 122 | | |
| TD AT REPORT | 120' | FOOTAGE | 0' | PRATE | | CUM. DRLG. HRS | | DRLG DAYS SINCE SPUD | 0 |
| ANTICIPATED TD | 3,279' | PRESENT OPS | Rig Up at 120' | | | GEOLOGIC SECT. | | | |
| DAILY MUD LOSS | SURF: | | DH: | | CUM. MUD LOSS | SURF: | | DH: | |
| MUD COMPANY: | | | | MUD ENGINEER: | | | | | |
| LAST BOP TEST | | NEXT CASING SIZE | 8 5/8 | NEXT CASING DEPTH | 3,275 | SSE | 0 | SSED | 0 |

| | |
|--------------------|-------|
| TIME BREAKDOWN | |
| RIG UP / TEAR DOWN | 24.00 |

| DETAILS | | | |
|---------|-------|-------|--|
| Start | End | Hrs | |
| 06:00 | 12:00 | 06:00 | ALL LOADS HAVE ARRIVED ON LOCATION.CAMPS HAVE ARRIVED AND ARE SET UP. |
| 12:00 | 15:30 | 03:30 | SET IN PITS, PUMPS, GAS BUSTER, SET CENTRIFUGE,PIN DERRICK, RAISE DERRICK. |
| 15:30 | 06:00 | 14:30 | FILL 400 BBL UPRIGHT, GET MISC CABLES AND HOSES HOOKED UP, PUT RIG GENERATOR ON LINE, HOOK UP LIGHTS, WORK ON SETTING RIG UP TO SPUD IN |
| 05:55 | 05:55 | 00:00 | SAFETY MEETING DAYS: SAFETY USING LOADER.PINCH POINTS, WORKING AROUND TRUCKS. SAFETY MEETING NIGHTS:WORKING DAYLIGHTS. REGULATORY NOTICES:NONE. REGULATORY VISITS:NONE. INCIDENTS:NONE. SAFETY DRILLS:NONE. |

| | | | |
|---------------------|--|-------------------------|--|
| AFE Days vs Depth: | | AFE Cost Vs Depth: | |
| DWOP Days vs Depth: | | # LL/BP Received Today: | |

| FUEL AND WATER USAGE | | | | | |
|----------------------|------|----------|-------------|---------|----------|
| Fluid | Used | Received | Transferred | On Hand | Cum.Used |
| Fuel | 70.0 | 3,290.0 | | 3,220.0 | 70.0 |
| Gas | | | | | |
| Fresh Well Water | | | | | |
| Nano Water | | | | | |
| Frac Water | | | | | |
| Reserve Pit Water | | | | | |
| Boiler Hours | 0.00 | | | | 0.00 |
| Air Heater Hours | | | | | |
| Urea | | | | 0.0 | |
| Urea Sys 1 Hrs | | | | | |
| Urea Sys 2 Hrs | | | | | |
| Urea Sys 3 Hrs | | | | | |

| | | | | | | | |
|---------------------|------------|------|--------|--------|-------|-----------|---------|
| RECENT CASINGS RUN: | Date Set | Size | Grade | Weight | Depth | FIT Depth | FIT ppg |
| Conductor | 04/30/2014 | 16 | ARJ-55 | 45 | 120 | | |

| RECENT BITS: | | | | | | | | | |
|--------------|------|-------|------|------------|------|-----|----------|-----------|-----------------|
| BIT | SIZE | MANUF | TYPE | SERIAL NO. | JETS | TFA | DEPTH IN | DEPTH OUT | I-O-D-L-B-G-O-R |

| BIT OPERATIONS: | | | | | | | | | | | |
|-----------------|-----|-----|-----|-------|-----|-----|-----------|----------|---------|----------|---------|
| BIT | WOB | RPM | GPM | PRESS | HHP | HRS | 24hr DIST | 24HR ROP | CUM HRS | CUM DIST | CUM ROP |

| RECENT MUD MOTORS: | | | | | | | | | |
|--------------------|------|-------|------|------------|-------|----------|-----------|---------|----------|
| # | SIZE | MANUF | TYPE | SERIAL NO. | LOBES | DEPTH IN | DEPTH OUT | DATE IN | DATE OUT |

| MUD MOTOR OPERATIONS: | | | | | | | | |
|-----------------------|-----|---------|-----|-----------|----------|---------|----------|---------|
| # | WOB | REV/GAL | HRS | 24hr DIST | 24HR ROP | CUM HRS | CUM DIST | CUM ROP |

| SURVEYS | | | | | | | | | |
|---------|-----|------|---------|-----|----|----|----|-----|-----------|
| Date | TMD | Incl | Azimuth | TVD | VS | NS | EW | DLS | Tool Type |

| SURFACE PUMP/BHA INFORMATION | | | | | | | | | | | | | |
|------------------------------|-------|------------|-------|-----------|-------|-----|-------|--------|-------|-----|-------|----------------|-------|
| Pump 1 Liner | _____ | Stroke Len | _____ | SPM | _____ | PSI | _____ | GPM | _____ | SPR | _____ | Slow PSI | _____ |
| Pump 2 Liner | _____ | Stroke Len | _____ | SPM | _____ | PSI | _____ | GPM | _____ | SPR | _____ | Slow PSI | _____ |
| Pump 32 Liner | _____ | Stroke Len | _____ | SPM | _____ | PSI | _____ | GPM | _____ | SPR | _____ | Slow PSI | _____ |
| BHA Makeup | | | | | | | | | | | | | |
| Up Weight | 0 | Dn Weight | 0 | RT Weight | 0 | | | Length | | | | Hours on BHA | 0 |
| | | | | | | | | Torque | 0 | | | Hours on Motor | _____ |

| | | | | | | | |
|--------------------------------|--------|--------|---------|--------------------------------|---------|---------|---------|
| DAILY COSTS | DAILY | CUM | AFE | | DAILY | CUM | AFE |
| 8100..100: Permits & Fees | | 16,867 | 4,500 | 8100..105: Insurance | | | 2,500 |
| 8100..110: Staking & Surveying | | | 1,500 | 8100..120: Surface Damages & R | | | |
| 8100..200: Location Roads | | | 45,000 | 8100..210: Reclamation | | | 10,000 |
| 8100..220: Secondary Reclamat | | | | 8100..230: Pit Solidification | | | 5,000 |
| 8100..300: Water Well | | | | 8100..310: Water/Water Dispos | 1,684 | 1,684 | 10,000 |
| 8100..320: Mud & Chemicals | | | | 8100..325: Oil Base Mud Diesel | | | |
| 8100..400: Drilling Rig | 19,425 | 39,125 | 242,000 | 8100..402: Drilling Rig Cleani | | | |
| 8100..405: Rig Fuel | | | | 8100..410: Mob/Demob | 145,000 | 145,000 | |
| 8100..420: Bits & Reamers | 12,500 | 12,500 | | 8100..500: Roustabout Services | | | 4,000 |
| 8100..510: Testing/Inspection/ | | | 1,000 | 8100..520: Trucking & Hauling | 700 | 700 | 23,000 |
| 8100..530: Equipment Rental | 2,590 | 2,590 | 5,000 | 8100..531: Down Hole Motor Ren | | | |
| 8100..532: Solids Control Equi | 650 | 650 | 10,000 | 8100..535: Directional Drillin | | | |
| 8100..540: Fishing | | | | 8100..600: Surface Casing/Inte | 1,637 | 1,637 | 35,000 |
| 8100..605: Cementing Work | | | 15,000 | 8100..610: P & A | | | |
| 8100..700: Logging - Openhole | | | 14,000 | 8100..705: Logging - Mud | | | |
| 8100..800: Supervision/Consult | 2,750 | 2,750 | 5,000 | 8100..810: Engineering/Evaluat | | | |
| 8100..900: Contingencies | 4,675 | 4,675 | | 8100..950: Administrative O/H | | | |
| 8100..999: Non Operated IDC | | | | 8200..510: Testing/Inspection/ | | 398 | 5,000 |
| 8200..520: Trucking & Hauling | | | 10,000 | 8200..530: Equipment Rental | | | 50,000 |
| 8200..605: Cementing Work | | 15,722 | 20,000 | 8210..600: Production Casing | 1,723 | 1,723 | 50,000 |
| 8210..620: Wellhead/Casing Hea | | | 51,200 | Total Cost | 193,334 | 246,021 | 618,700 |

ULTRA RESOURCES, INC.
DAILY DRILLING REPORT DATE: 05/04/2014

| | | | | | | | | | |
|----------------------|------------------|-------------|------------------|---------------|-------------------|----------------|-------------|----------------------|--------------|
| WELL NAME | THREE RIVERS-D | | | AFE# | 140709 | SPUD DATE | 05/03/2014 | | |
| WELL SITE CONSULTANT | JOHN FREITAS | | | PHONE# | 435-219-4933 | CONTRACTOR | Ensign 122 | | |
| TD AT REPORT | 900' | FOOTAGE | 780' | PRATE | 67.8 | CUM. DRLG. HRS | 11.5 | DRLG DAYS SINCE SPUD | 1 |
| ANTICIPATED TD | 3,279' | PRESENT OPS | Drilling at 900' | | | GEOLOGIC SECT. | | | |
| DAILY MUD LOSS | SURF: | DH: | CUM. MUD LOSS | | | SURF: | DH: | | |
| MUD COMPANY: | ANCHOR | | | MUD ENGINEER: | | | SEAN LEHNEN | | |
| LAST BOP TEST | NEXT CASING SIZE | | | 8 5/8 | NEXT CASING DEPTH | | | 1,497 | SSE 0 SSED 0 |

| | | | | | | | | | |
|----------------|--|-------|-------|--|------|--------------------|--|-------|--|
| TIME BREAKDOWN | | | | | | | | | |
| DRILLING | | 11.50 | OTHER | | 0.50 | RIG UP / TEAR DOWN | | 11.50 | |
| TRIPPING | | 0.50 | | | | | | | |

| | | | | |
|---------|-------|-------|---|--|
| DETAILS | | | | |
| Start | End | Hrs | | |
| 06:00 | 09:00 | 03:00 | RIG UP AND CONNECT GAS BUSTER, CHOKE LINES, PANIC LINE, GET ITEMS READY FOR SPUD.SLIPS CROSS OVERS, YELLOW DOG, TIGHTEN HYDROLIC HOSES, RIG UP WATER LINES,ACCUMULATOR LINES, FILL PITS WITH MUD. | |
| 09:00 | 10:00 | 01:00 | CUT CONDUCTOR PIPE DRAIN HOLE, PUMP WATERT OUT OF CONDUCTOR, CUT CONDUCTOR DOWN TO 12" ABOVE GROUND IN CELLAR AND PLACE A HOLE COVER OVER THE CONDUCTOR. | |
| 10:00 | 13:00 | 03:00 | SET BHA ON RACKS, SEPERATE PIPE AND COUNT, MAKE SURE WE HAVE EQUIPMENT FOR NIPPLE UP ON BOPE,RIG UP CELLAR PUMP, WELD ON RIG WELD FLOOR HINGE,FLOOR CROSS OVER POSTS,PIPE ARM GRIPPER STOPS,MISC HAND RAILS,FLOOR PLATE IN HOPPER, PINS ON RACKS. | |
| 13:00 | 17:30 | 04:30 | VIS PITS TO 40, REMOVE GAS BUSTER, HOOK UP YELLOW DOG TO CELLAR, BEGIN TO ASSEMBLE BOPE,GO THRU AND CHECK RIG FOR SPUD. | |
| 17:30 | 18:00 | 00:30 | MAKE UP BHA AND RUN IN HOLE TAG UP AT 116' | |
| 18:00 | 00:30 | 06:30 | DRILL FROM 120' TO 580'(460' @ 70. 7 FT./HR).GPM-700,SPP-1600/1900,WOB-10/15K,RPM-70/120, MWT-8.5/47 VIS, M/U WATER AT 8-10 GPM. TORQUE 2,000/6,000 FT/LB. | |
| 00:30 | 01:00 | 00:30 | CELLAR JET QUIT RUNNING AND WOULD NOT RE-START, SWAPPED IT OUT WITH OUR BACK UP. | |
| 01:00 | 06:00 | 05:00 | DRILL FROM 580' TO 900'(320' @ 64 FT./HR).GPM-700,SPP-2000/2100,WOB-20K,RPM-70/120, MWT-8.8/53 VIS, M/U WATER AT 8-10 GPM. TORQUE 2,000/6,000 FT/LB.ON BOTTOM ROP 97.5. | |
| | | | NOTE: | |
| | | | FOR THE LAST HOUR WE ARE HAVING TO SLOW OUR PUMPS DUE TO CELLAR JET NOT KEEPING UP, R&R REP HAS BEEN NOTIFIED AND IS ON HIS WAY. | |
| 05:55 | 05:55 | 00:00 | SAFETY MEETING DAYS: SAFETY USING LOADER.PINCH POINTS, WORKING AROUND TRUCKS. SAFETY MEETING NIGHTS:PINCH POINTS, SWA AUTHORITY, OPERATING THE BOOM, FORKLIFT SAFETY ON TIGHT LOCATION. | |
| | | | REGULATORY NOTICES:STATE NOTIFIED TO RUN SURFACE CASING AND TEST BOPE. | |
| | | | REGULATORY VISITS:NONE. | |
| | | | INCIDENTS:NONE. | |
| | | | SAFETY DRILLS:NONE. | |

| | | | |
|---------------------|--|-------------------------|--|
| AFE Days vs Depth: | | AFE Cost Vs Depth: | |
| DWOP Days vs Depth: | | # LL/BP Received Today: | |

| | | | | | | |
|----------------------|-------|----------|-------------|---------|----------|--|
| FUEL AND WATER USAGE | | | | | | |
| Fluid | Used | Received | Transferred | On Hand | Cum.Used | |
| Fuel | 840.0 | | | 2,380.0 | 910.0 | |
| Gas | | | | | | |
| Fresh Well Water | | | | | | |
| Nano Water | | | | | | |
| Frac Water | | | | | | |
| Reserve Pit Water | | | | | | |
| Boiler Hours | 0.00 | | | | 0.00 | |
| Air Heater Hours | | | | | | |
| Urea | | | | 0.0 | | |
| Urea Sys 1 Hrs | | | | | | |
| Urea Sys 2 Hrs | | | | | | |
| Urea Sys 3 Hrs | | | | | | |

| | | | | | | | |
|---------------------|------------|------|--------|--------|-------|-----------|---------|
| RECENT CASINGS RUN: | Date Set | Size | Grade | Weight | Depth | FIT Depth | FIT ppg |
| Conductor | 04/30/2014 | 16 | ARJ-55 | 45 | 120 | | |

| | | | | | | | | | |
|--------------|--------|-------|------------|------------|-------------|-------|----------|-----------|-----------------|
| RECENT BITS: | | | | | | | | | |
| BIT | SIZE | MANUF | TYPE | SERIAL NO. | JETS | TFA | DEPTH IN | DEPTH OUT | I-O-D-L-B-G-O-R |
| 1 | 11.000 | HTC | MILL TOOTH | 5209043 | 16/16/16/14 | 0.739 | 120 | | ----- |

| | | | | | | | | | | | |
|-----------------|-----|-----|-----|-------|------|-------|-----------|----------|---------|----------|---------|
| BIT OPERATIONS: | | | | | | | | | | | |
| BIT | WOB | RPM | GPM | PRESS | HHP | HRS | 24hr DIST | 24HR ROP | CUM HRS | CUM DIST | CUM ROP |
| 1 | | 120 | 700 | 2,100 | 3.07 | 11.50 | 780 | 67.83 | 11.50 | 780 | 67.83 |

| | | | | | | | | | | | |
|--------------------|------|-------|------|------------|-------|----------|-----------|---------|----------|--|--|
| RECENT MUD MOTORS: | | | | | | | | | | | |
| # | SIZE | MANUF | TYPE | SERIAL NO. | LOBES | DEPTH IN | DEPTH OUT | DATE IN | DATE OUT | | |

| | | | | | | | | | |
|-----------------------|-----|---------|-----|-----------|----------|---------|----------|---------|--|
| MUD MOTOR OPERATIONS: | | | | | | | | | |
| # | WOB | REV/GAL | HRS | 24hr DIST | 24HR ROP | CUM HRS | CUM DIST | CUM ROP | |

| | | | | | | | | | |
|---------|-----|------|---------|-----|----|----|----|-----|-----------|
| SURVEYS | | | | | | | | | |
| Date | TMD | Incl | Azimuth | TVD | VS | NS | EW | DLS | Tool Type |

| MUD PROPERTIES | | | | | | | | | |
|----------------|----------|----------------|-----|--------|--|----------|--|----------------|--|
| Type | SPUD MUD | Mud Wt | 8.8 | Alk. | | Sand % | | XS Lime lb/bbl | |
| Temp. | 80 | Gels 10sec | | Cl ppm | | Solids % | | Salt bbls | |
| Visc | 52 | Gels 10min | | Ca ppm | | LGS % | | LCM ppb | |
| PV | | pH | | pF | | Oil % | | API WL cc | |
| YP | | Filter Cake/32 | | Mf | | Water % | | HTHP WL cc | |
| O/W Ratio | | ES | | WPS | | | | | |
| Comments: | | | | | | | | | |

| | | | | | | |
|----------|--------------------|---|------------|-----|-----------------|-----|
| Flaring: | Flare Foot-Minutes | 0 | Flared MCF | 0.0 | Cum. Flared MCF | 0.0 |
|----------|--------------------|---|------------|-----|-----------------|-----|

| | | | | | | | | | |
|------------------------------|-------------------|------------|--------|-----------|--------|-----|-------|--------|------------------|
| SURFACE PUMP/BHA INFORMATION | | | | | | | | | |
| Pump 1 Liner | 5.5 | Stroke Len | 9.0 | SPM | 126 | PSI | 2,100 | GPM | 334 |
| Pump 2 Liner | 6.0 | Stroke Len | 9.0 | SPM | 126 | PSI | 2,100 | GPM | 391 |
| Pump 32 Liner | | Stroke Len | | SPM | | PSI | | GPM | |
| BHA Makeup | ROTATING ASSEMBLY | | | | | | | Length | 792.2 |
| Up Weight | 55.000 | Dn Weight | 45.000 | RT Weight | 50.000 | | | Torque | 6,000 |
| | | | | | | | | | Hours on BHA 12 |
| | | | | | | | | | Hours on Motor 0 |

BHA MAKEUP:

| # | Component | OD | ID | Length | Weight (ft/lb) | Serial Number | Description |
|---|--------------|--------|-------|--------|----------------|---------------|-------------------------------------|
| 1 | 11" BIT | 11.000 | | 1.50 | | 5209043 | 11" GT-C1 3X16 1X14 |
| 2 | BIT SUB | 6.430 | 2.870 | 2.96 | | ENSIGN 122 | BIT SUB XO 6 5/8 REG B X 4 1/2 XH P |
| 3 | 6 X STEAL DC | 6.180 | 2.310 | 181.63 | | ENSIGN 122 | 4 1/2 XH P X 4 1/2 XH B |
| 4 | 4 1/2 HWDP | 4.500 | 2.430 | 606.10 | | ENSIGN 122 | 4 1/2 XH P X 4 1/2 XH B |

DAILY COSTS

| | DAILY | CUM | AFE | | DAILY | CUM | AFE |
|--------------------------------|--------|--------|---------|--------------------------------|--------|---------|---------|
| 8100..100: Permits & Fees | | 16,867 | 4,500 | 8100..105: Insurance | | | 2,500 |
| 8100..110: Staking & Surveying | | | 1,500 | 8100..120: Surface Damages & R | | | |
| 8100..200: Location Roads | | | 45,000 | 8100..210: Reclamation | | | 10,000 |
| 8100..220: Secondary Reclamati | | | | 8100..230: Pit Solidification | | | 5,000 |
| 8100..300: Water Well | | | | 8100..310: Water/Water Disposa | 420 | 2,104 | 10,000 |
| 8100..320: Mud & Chemicals | 1,939 | 1,939 | | 8100..325: Oil Base Mud Diesel | | | |
| 8100..400: Drilling Rig | 19,425 | 58,550 | 242,000 | 8100..402: Drilling Rig Cleani | | | |
| 8100..405: Rig Fuel | | | | 8100..410: Mob/Demob | | 145,000 | |
| 8100..420: Bits & Reamers | | 12,500 | | 8100..500: Roustabout Services | | | 4,000 |
| 8100..510: Testing/Inspection/ | | | 1,000 | 8100..520: Trucking & Hauling | 1,680 | 2,380 | 23,000 |
| 8100..530: Equipment Rental | 2,590 | 5,180 | 5,000 | 8100..531: Down Hole Motor Ren | | | |
| 8100..532: Solids Control Equi | 650 | 1,300 | 10,000 | 8100..535: Directional Drillin | | | |
| 8100..540: Fishing | | | | 8100..600: Surface Casing/Inte | | 1,637 | 35,000 |
| 8100..605: Cementing Work | | | 15,000 | 8100..610: P & A | | | |
| 8100..700: Logging - Openhole | | | 14,000 | 8100..705: Logging - Mud | | | |
| 8100..800: Supervision/Consult | 2,750 | 5,500 | 5,000 | 8100..810: Engineering/Evaluat | | | |
| 8100..900: Contingencies | 2,969 | 7,644 | | 8100..950: Administrative O/H | | | |
| 8100..999: Non Operated IDC | | | | 8200..510: Testing/Inspection/ | | 398 | 5,000 |
| 8200..520: Trucking & Hauling | | | 10,000 | 8200..530: Equipment Rental | | | 50,000 |
| 8200..605: Cementing Work | | 15,722 | 20,000 | 8210..600: Production Casing | | 1,723 | 50,000 |
| 8210..620: Wellhead/Casing Hea | | | 51,200 | Total Cost | 32,423 | 278,444 | 618,700 |

ULTRA RESOURCES, INC.
DAILY DRILLING REPORT DATE: 05/05/2014

| | | | | | | | | | |
|----------------------|------------------|-------------|------------------------------|---------------|-------------------|----------------|-------------|----------------------|---|
| WELL NAME | THREE RIVERS-D | | | AFE# | 140709 | SPUD DATE | 05/03/2014 | | |
| WELL SITE CONSULTANT | JOHN FREITAS | | | PHONE# | 435-219-4933 | CONTRACTOR | Ensign 122 | | |
| TD AT REPORT | 1,535' | FOOTAGE | 635' | PRATE | 41.0 | CUM. DRLG. HRS | 27.0 | DRLG DAYS SINCE SPUD | 2 |
| ANTICIPATED TD | 3,279' | PRESENT OPS | Run Surface Casing at 1,535' | | | GEOLOGIC SECT. | | | |
| DAILY MUD LOSS | SURF: | DH: | CUM. MUD LOSS | | | SURF: | DH: | | |
| MUD COMPANY: | ANCHOR | | | MUD ENGINEER: | | | SEAN LEHNEN | | |
| LAST BOP TEST | NEXT CASING SIZE | | | 8 5/8 | NEXT CASING DEPTH | | | SSE | 0 |
| | | | | | | SSED | | | 0 |

| | | | | | | | |
|----------------|--|-----------------|------|----------------------|------|----------|-------|
| TIME BREAKDOWN | | CASING & CEMENT | 2.00 | COND MUD & CIRCULATE | 1.50 | DRILLING | 15.50 |
| | | OTHER | 1.50 | RIG SERVICE | 1.00 | TRIPPING | 2.50 |

| | | | | |
|---------|-------|-------|---|---|
| DETAILS | | | | |
| Start | End | Hrs | | |
| 06:00 | 06:30 | 00:30 | INSTALL FISHER PUMPS TO KEEP UP WITH FLOW. | |
| 06:30 | 13:30 | 07:00 | DRILL FROM 900' TO 1242'(342' @ 48.8 FT./HR).GPM-700,SPP-2000/2100,WOB-20K,RPM-120/135, MWT-8.8/57 VIS, M/U WATER AT 8-10 GPM. TORQUE 2,000/6,000 FT/LB. | |
| 13:30 | 14:30 | 01:00 | RIG SERVICE- LUBRICATE RIG. | |
| 14:30 | 23:00 | 08:30 | DRILL FROM 1242' TO 1535'(TD)(293' @ 34.4 FT./HR).GPM-700,SPP-2000/2100,WOB-20K,RPM-120/135, MWT-8.8/57 VIS, M/U WATER AT 8-10 GPM. TORQUE 2,000/6,000 FT/LB.ON BOTTOM ROP 66.12. | |
| 23:00 | 00:30 | 01:30 | CIRCULATE HOLE CLEAN, PUMP 2 BOTTOMS UP. | |
| 00:30 | 02:00 | 01:30 | TRIP OUT OF HOLE TO RUN 8 5/8" SURFACE CASING. | |
| 02:00 | 02:30 | 00:30 | SWITCH LIGHT PLANTS. | |
| 02:30 | 03:30 | 01:00 | CONTINUE TO TRIP OUT OF HOLE TO RUN 8 5/8" SURFACE CASING. | |
| 03:30 | 04:00 | 00:30 | PJSM- DISCUSS MOVING CASING AT NIGHT ON A TIGHT LOCATION, POINT OUT THE HAZARDS INVOLVED IN THE JOB TASK.PICK UP CASING X-O AND MAKE UP THE SAME. | |
| 04:00 | 04:30 | 00:30 | PICK UP AND MAKE UP SHOE TRACK. PUMP THROUGH FLOAT, FLOAT IS GOOD. | |
| 04:30 | 06:00 | 01:30 | RUN 8 5/8" SURFACE CASING AS PER RUN TALLY. WE HAVE TO MOVE PIPE 5 JOINTS AT A TIME ON THIS RIG. | |
| 05:55 | 05:55 | 00:00 | SAFETY MEETING DAYS: SAFETY USING LOADER.PINCH POINTS, WORKING AROUND BOOM. | |
| | | | | SAFETY MEETING NIGHTS:PINCH POINTS, SWA AUTHORITY, OPERATING THE BOOM, FORKLIFT SAFETY ON TIGHT LOCATION. |
| | | | | REGULATORY NOTICES:STATE NOTIFIED TO RUN SURFACE CASING AND TEST BOPE. |
| | | | | REGULATORY VISITS:NONE. |
| | | | | INCIDENTS:NONE. |
| | | | | SAFETY DRILLS:NONE. |

| | | | |
|---------------------|--|-------------------------|--|
| AFE Days vs Depth: | | AFE Cost Vs Depth: | |
| DWOP Days vs Depth: | | # LL/BP Received Today: | |

| | | | | | |
|----------------------|---------|----------|-------------|---------|----------|
| FUEL AND WATER USAGE | Used | Received | Transferred | On Hand | Cum.Used |
| Fluid | | | | | |
| Fuel | 1,960.0 | 4,000.0 | | 4,420.0 | 2,870.0 |
| Gas | | | | | |
| Fresh Well Water | | | | | |
| Nano Water | | | | | |
| Frac Water | | | | | |
| Reserve Pit Water | | | | | |
| Boiler Hours | | | | | 0.00 |
| Air Heater Hours | | | | | |
| Urea | | | | 0.0 | |
| Urea Sys 1 Hrs | | | | | |
| Urea Sys 2 Hrs | | | | | |
| Urea Sys 3 Hrs | | | | | |

| |
|---|
| CASING EQUIPMENT |
| SHOE, 1 CASING JOINT, FLOAT, 34 JOINTS OF CASING. |

| | | | | | | | | |
|--|--|--|--|--|--|--|--|--|
| CEMENT JOB SUMMARY | | | | | | | | |
| FILL LINES WITH 10 BBLS, PRESSURE TEST TO 3000#, PUMP LEAD CEMENT 98 BBLS (200 SACKS) 11.5 WEIGHT, 2.74 YIELD, 16.75 MIX WATER, PUMP TAIL CEMENT 49 BBLS (235 SACKS) 15.8 WEIGHT, 1.16 YIELD, 5.04 MIX WATER, SHUT DOWN CLEAN TUBS,DROP PLUG WITNESSED BY CO-MAN ON RIG FLOOR, PUMP 94.5 BBLS OF WATER DISPLACEMENT, WE SAW CEMENT TO SURFACE AT 35 BBLS OF WATER DISPLACED.BUMP PLEG WITH A FINAL CIRC PRESSURE OF 500 PSI, HELD 950 PSI ON PLUG FOR 3 MINUTES, FLOATS HELD BLEED BACK .5 BBLS BACK TO TRUCK. LET THE CELLAR FILL AND HELD FOR 15 MINUTES, CEMENT DID NOT DROP. | | | | | | | | |

| | | | | | | | |
|---------------------|------------|-------|--------|--------|-------|-----------|---------|
| RECENT CASINGS RUN: | Date Set | Size | Grade | Weight | Depth | FIT Depth | FIT ppg |
| Surface | 05/05/2014 | 8 5/8 | ARJ-55 | 24 | 1,535 | | |
| Conductor | 04/30/2014 | 16 | ARJ-55 | 45 | 120 | | |

| | | | | | | | | | |
|--------------|--------|-------|------------|------------|-------------|-------|----------|-----------|-----------------|
| RECENT BITS: | | | | | | | | | |
| BIT | SIZE | MANUF | TYPE | SERIAL NO. | JETS | TFA | DEPTH IN | DEPTH OUT | I-O-D-L-B-G-O-R |
| 1 | 11.000 | HTC | MILL TOOTH | 5209043 | 16/16/16/14 | 0.739 | 120 | 1,535 | 1-1--A-1-X--TD |

| | | | | | | | | | | | |
|-----------------|-----|-----|-----|-------|------|-------|-----------|----------|---------|----------|---------|
| BIT OPERATIONS: | | | | | | | | | | | |
| BIT | WOB | RPM | GPM | PRESS | HHP | HRS | 24hr DIST | 24HR ROP | CUM HRS | CUM DIST | CUM ROP |
| 1 | | 120 | 700 | 2,100 | 3.22 | 15.50 | 635 | 40.97 | 27.00 | 1,415 | 52.41 |

| | | | | | | | | | | | |
|--------------------|------|-------|------|------------|-------|----------|-----------|---------|----------|--|--|
| RECENT MUD MOTORS: | | | | | | | | | | | |
| # | SIZE | MANUF | TYPE | SERIAL NO. | LOBES | DEPTH IN | DEPTH OUT | DATE IN | DATE OUT | | |

| | | | | | | | | | | | |
|-----------------------|-----|---------|-----|-----------|----------|---------|----------|---------|--|--|--|
| MUD MOTOR OPERATIONS: | | | | | | | | | | | |
| # | WOB | REV/GAL | HRS | 24hr DIST | 24HR ROP | CUM HRS | CUM DIST | CUM ROP | | | |

| | | | | | | | | | | |
|---------|-----|------|---------|-----|----|----|----|-----|-----------|--|
| SURVEYS | | | | | | | | | | |
| Date | TMD | Incl | Azimuth | TVD | VS | NS | EW | DLS | Tool Type | |

| | | | | | | | | | | |
|--|--------------------|----------------|------------|--------|-----------------|----------|------|----------------|------|--|
| MUD PROPERTIES | | | | | | | | | | |
| Type | LSND | Mud Wt | 8.8 | Alk. | 0.1 | Sand % | 0.0 | XS Lime lb/bbl | | |
| Temp. | 108 | Gels 10sec | 22 | Cl ppm | 1,300 | Solids % | 3.6 | Salt bbls | | |
| Visc | 56 | Gels 10min | 60 | Ca ppm | 80 | LGS % | 4.0 | LCM ppb | | |
| PV | 8 | pH | 10.2 | pF | 0.2 | Oil % | | API WL cc | 18.8 | |
| YP | 16 | Filter Cake/32 | 3 | Mf | 0.8 | Water % | 96.0 | HTHP WL cc | | |
| O/W Ratio | | ES | | WPS | | | | | | |
| Comments: HI-YIELD GEL 133, SAWDUST 75' WALNUT 2, ENGINEERING 1. | | | | | | | | | | |
| Flaring: | Flare Foot-Minutes | 0 | Flared MCF | 0.0 | Cum. Flared MCF | 0.0 | | | | |

SURFACE PUMP/BHA INFORMATION

| | | | | | | | | | | | | | |
|---------------|-------------------|------------|---------------|-----------|---------------|-----|---------------|--------|---------------|-----|---------------|----------------|-----------|
| Pump 1 Liner | <u>5.5</u> | Stroke Len | <u>9.0</u> | SPM | <u>126</u> | PSI | <u>2,100</u> | GPM | <u>334</u> | SPR | <u> </u> | Slow PSI | <u>—</u> |
| Pump 2 Liner | <u>6.0</u> | Stroke Len | <u>9.0</u> | SPM | <u>126</u> | PSI | <u>2,100</u> | GPM | <u>391</u> | SPR | <u> </u> | Slow PSI | <u>—</u> |
| Pump 32 Liner | <u> </u> | Stroke Len | <u> </u> | SPM | <u> </u> | PSI | <u> </u> | GPM | <u> </u> | SPR | <u> </u> | Slow PSI | <u>—</u> |
| BHA Makeup | ROTATING ASSEMBLY | | | | | | | | | | | Hours on BHA | <u>27</u> |
| Up Weight | <u>67,000</u> | Dn Weight | <u>55,000</u> | RT Weight | <u>62,000</u> | | | Length | <u>792.2</u> | | | Hours on Motor | <u>0</u> |
| | | | | | | | | Torque | <u>7,000</u> | | | | |

BHA MAKEUP:

| # | Component | OD | ID | Length | Weight (ft/lb) | Serial Number | Description |
|---|--------------|--------|-------|--------|----------------|---------------|-------------------------------------|
| 1 | 11" BIT | 11.000 | | 1.50 | | 5209043 | 11" GT-C1 3X16 1X14 |
| 2 | BIT SUB | 6.430 | 2.870 | 2.96 | | ENSIGN 122 | BIT SUB XO 6 5/8 REG B X 4 1/2 XH P |
| 3 | 6 X STEAL DC | 6.180 | 2.310 | 181.63 | | ENSIGN 122 | 4 1/2 XH P X 4 1/2 XH B |
| 4 | 4 1/2 HWDP | 4.500 | 2.430 | 606.10 | | ENSIGN 122 | 4 1/2 XH P X 4 1/2 XH B |

DAILY COSTS

| | DAILY | CUM | AFE | | DAILY | CUM | AFE |
|--------------------------------|--------|--------|---------|--------------------------------|--------|---------|---------|
| 8100..100: Permits & Fees | | 16,867 | 4,500 | 8100..105: Insurance | | | 2,500 |
| 8100..110: Staking & Surveying | | | 1,500 | 8100..120: Surface Damages & R | | | |
| 8100..200: Location Roads | | | 45,000 | 8100..210: Reclamation | | | 10,000 |
| 8100..220: Secondary Reclamati | | | | 8100..230: Pit Solidification | | | 5,000 |
| 8100..300: Water Well | | | | 8100..310: Water/Water Disposa | | 2,104 | 10,000 |
| 8100..320: Mud & Chemicals | 1,807 | 3,746 | | 8100..325: Oil Base Mud Diesel | | | |
| 8100..400: Drilling Rig | 19,425 | 77,975 | 242,000 | 8100..402: Drilling Rig Cleani | | | |
| 8100..405: Rig Fuel | 14,714 | 14,714 | | 8100..410: Mob/Demob | | 145,000 | |
| 8100..420: Bits & Reamers | | 12,500 | | 8100..500: Roustabout Services | | | 4,000 |
| 8100..510: Testing/Inspection/ | | | 1,000 | 8100..520: Trucking & Hauling | | 2,380 | 23,000 |
| 8100..530: Equipment Rental | 2,590 | 7,770 | 5,000 | 8100..531: Down Hole Motor Ren | | | |
| 8100..532: Solids Control Equi | 650 | 1,950 | 10,000 | 8100..535: Directional Drillin | | | |
| 8100..540: Fishing | | | | 8100..600: Surface Casing/Inte | | 1,637 | 35,000 |
| 8100..605: Cementing Work | | | 15,000 | 8100..610: P & A | | | |
| 8100..700: Logging - Openhole | | | 14,000 | 8100..705: Logging - Mud | | | |
| 8100..800: Supervision/Consult | 2,750 | 8,250 | 5,000 | 8100..810: Engineering/Evaluat | | | |
| 8100..900: Contingencies | 4,357 | 12,001 | | 8100..950: Administrative O/H | | | |
| 8100..999: Non Operated IDC | | | | 8200..510: Testing/Inspection/ | | 398 | 5,000 |
| 8200..520: Trucking & Hauling | | | 10,000 | 8200..530: Equipment Rental | | | 50,000 |
| 8200..605: Cementing Work | | 15,722 | 20,000 | 8210..600: Production Casing | | 1,723 | 50,000 |
| 8210..620: Wellhead/Casing Hea | | | 51,200 | Total Cost | 46,293 | 324,737 | 618,700 |

ULTRA RESOURCES, INC.
DAILY DRILLING REPORT DATE: 05/06/2014

| | | | | | | | | | |
|----------------------|----------------|------------------|-----------------------------|-------------------|----------------|----------------|----------------------|------|---|
| WELL NAME | THREE RIVERS-D | | | AFE# | 140709 | SPUD DATE | 05/03/2014 | | |
| WELL SITE CONSULTANT | JOHN FREITAS | | | PHONE# | 435-219-4933 | CONTRACTOR | Ensign 122 | | |
| TD AT REPORT | 1,535' | FOOTAGE | 0' | PRATE | CUM. DRLG. HRS | 27.0 | DRLG DAYS SINCE SPUD | 3 | |
| ANTICIPATED TD | 3,279' | PRESENT OPS | Pressure Test BOP at 1,535' | | | GEOLOGIC SECT. | | | |
| DAILY MUD LOSS | SURF: | DH: | | CUM. MUD LOSS | SURF: | | DH: | | |
| MUD COMPANY: | ANCHOR | | | MUD ENGINEER: | SEAN LEHNEN | | | | |
| LAST BOP TEST | 05/06/2014 | NEXT CASING SIZE | 5 1/2 | NEXT CASING DEPTH | 3,275 | SSE | 0 | SSED | 0 |

| | | | | | | |
|----------------|-----------------|------|----------------------|------|------------------|-------|
| TIME BREAKDOWN | CASING & CEMENT | 5.00 | COND MUD & CIRCULATE | 1.00 | NIPPLE UP B.O.P. | 12.00 |
| | OTHER | 2.00 | PRESSURE TEST B.O.P. | 2.50 | WIRELINE | 1.50 |

| | | | |
|---------|-------|-------|--|
| DETAILS | | | |
| Start | End | Hrs | |
| 06:00 | 07:00 | 01:00 | RUN 8 5/8" 24# SURFACE CASING AS PER RUN TALLY. CASING SET AT 1539.69. |
| 07:00 | 08:00 | 01:00 | CONDITION MUD CIRC AND DROP VIS TO A 40, CIRC 2 BOTTOMS UP |
| 08:00 | 08:30 | 00:30 | PJSM- HOLD A SAFETY MEETING WITH 3RD PARTY HALLIBURTON CEMENTERS, RIG CREW, TOOL PUSHER AND CO-MAN. |
| 08:30 | 10:30 | 02:00 | FILL LINES WITH 10 BBLS, PRESSURE TEST TO 3000#, PUMP LEAD CEMENT 98 BBLS (200 SACKS) 11.5 WEIGHT, 2.74 YIELD, 16.75 MIX WATER, PUMP TAIL CEMENT 49 BBLS (235 SACKS) 15.8 WEIGHT, 1.16 YIELD, 5.04 MIX WATER, SHUT DOWN CLEAN TUBS,DROP PLUG WITNESSED BY CO-MAN ON RIG FLOOR, PUMP 94.5 BBLS OF WATER DISPLACEMENT, WE SAW CEMENT TO SURFACE AT 35 BBLS OF WATER DISPLACED.BUMP PLUG WITH A FINAL CIRC PRESSURE OF 500 PSI, HELD 950 PSI ON PLUG FOR 3 MINUTES, FLOATS HELD BLEED BACK .5 BBLS BACK TO TRUCK. LET THE CELLAR FILL AND HELD FOR 15 MINUTES, CEMENT DID NOT DROP. |
| 10:30 | 12:30 | 02:00 | REMOVE TOP DRIVE FROM TOP OF PIPE, DRAIN PIPE DOWN TO GROUND LEVAL,PREPARE FOR TEMP LOGS. |
| 12:30 | 13:00 | 00:30 | PJSM- HOLD SAFETY MEETING WITH THIRD PARTY LOGGERS. |
| 13:00 | 14:30 | 01:30 | RIG UP WIRELINE LOGGERS, TO PERFORM A TEMP LOG OF SURFACE CASING. TOP OF CASING TEMP IS 65.6 DEG F AND THE BOTTOM OF CASING IS 93.1 DEG F. |
| 14:30 | 15:30 | 01:00 | CLEAN AND PREPAIR CELLAR FOR NIPPLE UP,REMOVE CELLAR JET PUMP. |
| 15:30 | 16:00 | 00:30 | PJSM- HOLD SAFETY MEETING WITH THIRD PARTY WELDER, FILL OUT HOT WORK PERMIT AND USE GAS SNIFFER TO CHECK CELLAR FOR ANY FLAMABLE GAS. |
| 16:00 | 17:30 | 01:30 | CUT SURFACE CASING, REMOVE PIPE FROM DERRICK,CLEAN UP CASING FOR WELD ON WELLHEAD.SET AND LEVAL WELLHEAD,WELD ON WELLHEAD, RIG UP TO TEST WELLHEAD WITH NITROGEN, PRESSURE TEST WELLHEAD TO 1200 PSI, CHECK FOR LEAKS, NO LEAKS WERE FOUND. |
| 17:30 | 18:00 | 00:30 | PJSM- HOLD SAFETY MEETING WITH THIRD PARTY CAMERON. |
| 18:00 | 03:30 | 09:30 | INSTALL BOP FLANGE WITH CAMERON AND BEGIN TO ASSEMBLE BOPE. MUD CROSS, RAMS, ANNULAR, ROTATING HEAD BOWL, FLOW LINE BELL,ASSIST WELDER TO WELD ON BELL, TORQUE ALL BOLTS WITH HYDROLIC WRENCH TO API SPECS,RIG UP GAS BUSTER, STAB FLOW LINE AND CHOCK LINES. |
| 03:30 | 06:00 | 02:30 | TEST BOP'S-UPPER KELLY,INSIDE BOP,SAFETY VALVE,PIPE RAMS & INSIDE & OUTSIDE VALVE,CHOKE LINE & MANIFOLD,PIPE RAM,KILL LINE,CHOKE LINE & OUTSIDE MANIFOLD VALVES: 10 MIN @ 250psi & 10 MIN @ 3,000psi. |
| 05:55 | 05:55 | 00:00 | SAFETY MEETING DAYS: SAFETY USING LOADER.PINCH POINTS, WORKING AROUND BOOM, WORKING WITH WELDER, WORKING WITH CEMENTERS. SAFETY MEETING NIGHTS:PINCH POINTS, SWA AUTHORITY, OPERATING THE BOOM, FORKLIFT SAFETY ON TIGHT LOCATION, WORKING WITH WELDER, WORKING WITH CAMERON. REGULATORY NOTICES:NONE. REGULATORY VISITS:NONE. INCIDENTS:NONE. SAFETY DRILLS:NONE. |

| | | | |
|---------------------|--|-------------------------|--|
| AFE Days vs Depth: | | AFE Cost Vs Depth: | |
| DWOP Days vs Depth: | | # LL/BP Received Today: | |

| | | | | | |
|----------------------|-------|----------|-------------|---------|----------|
| FUEL AND WATER USAGE | Used | Received | Transferred | On Hand | Cum.Used |
| Fluid | 390.0 | | | 4,030.0 | 3,260.0 |
| Fuel | | | | | |
| Gas | | | | | |
| Fresh Well Water | | | | | |
| Nano Water | | | | | |
| Frac Water | | | | | |
| Reserve Pit Water | | | | | |
| Boiler Hours | | | | | 0.00 |
| Air Heater Hours | | | | | |
| Urea | | | | 0.0 | |
| Urea Sys 1 Hrs | | | | | |
| Urea Sys 2 Hrs | | | | | |
| Urea Sys 3 Hrs | | | | | |

| | |
|--|--|
| CEMENT JOB SUMMARY | |
| FILL LINES WITH 10 BBLS, PRESSURE TEST TO 3000#, PUMP LEAD CEMENT 98 BBLS (200 SACKS) 11.5 WEIGHT, 2.74 YIELD, 16.75 MIX WATER, PUMP TAIL CEMENT 49 BBLS (235 SACKS) 15.8 WEIGHT, 1.16 YIELD, 5.04 MIX WATER, SHUT DOWN CLEAN TUBS,DROP PLUG WITNESSED BY CO-MAN ON RIG FLOOR, PUMP 94.5 BBLS OF WATER DISPLACEMENT, WE SAW CEMENT TO SURFACE AT 35 BBLS OF WATER DISPLACED.BUMP PLEG WITH A FINAL CIRC PRESSURE OF 500 PSI, HELD 950 PSI ON PLUG FOR 3 MINUTES, FLOATS HELD BLEED BACK .5 BBLS BACK TO TRUCK. LET THE CELLAR FILL AND HELD FOR 15 MINUTES, CEMENT DID NOT DROP. | |

| | | | | | | | |
|---------------------|------------|-------|--------|--------|-------|-----------|---------|
| RECENT CASINGS RUN: | Date Set | Size | Grade | Weight | Depth | FIT Depth | FIT ppg |
| Surface | 05/05/2014 | 8 5/8 | ARJ-55 | 24 | 1,535 | | |
| Conductor | 04/30/2014 | 16 | ARJ-55 | 45 | 120 | | |

| | | | | | | | | | |
|--------------|--------|-------|------------|------------|-------------|-------|----------|-----------|-----------------|
| RECENT BITS: | | | | | | | | | |
| BIT | SIZE | MANUF | TYPE | SERIAL NO. | JETS | TFA | DEPTH IN | DEPTH OUT | I-O-D-L-B-G-O-R |
| 1 | 11.000 | HTC | MILL TOOTH | 5209043 | 16/16/16/14 | 0.739 | 120 | 1,535 | 1-1--A-1-X--TD |

| | | | | | | | | | | | |
|-----------------|-----|-----|-----|-------|------|-------|-----------|----------|---------|----------|---------|
| BIT OPERATIONS: | | | | | | | | | | | |
| BIT | WOB | RPM | GPM | PRESS | HHP | HRS | 24hr DIST | 24HR ROP | CUM HRS | CUM DIST | CUM ROP |
| 1 | | 120 | 700 | 2,100 | 3.22 | 15.50 | 635 | 40.97 | 27.00 | 1,415 | 52.41 |

| | | | | | | | | | | | |
|--------------------|------|-------|------|------------|-------|----------|-----------|---------|----------|--|--|
| RECENT MUD MOTORS: | | | | | | | | | | | |
| # | SIZE | MANUF | TYPE | SERIAL NO. | LOBES | DEPTH IN | DEPTH OUT | DATE IN | DATE OUT | | |

| | | | | | | | | | | | |
|-----------------------|-----|---------|-----|-----------|----------|---------|----------|---------|--|--|--|
| MUD MOTOR OPERATIONS: | | | | | | | | | | | |
| # | WOB | REV/GAL | HRS | 24hr DIST | 24HR ROP | CUM HRS | CUM DIST | CUM ROP | | | |

| | | | | | | | | | | | |
|---------|-----|------|---------|-----|----|----|----|-----|-----------|--|--|
| SURVEYS | | | | | | | | | | | |
| Date | TMD | Incl | Azimuth | TVD | VS | NS | EW | DLS | Tool Type | | |

MUD PROPERTIES

| | | | | | | | | | |
|--|------|----------------|-----|--------|-------|----------|------|----------------|------|
| Type | LSND | Mud Wt | 9.0 | Alk. | 0.0 | Sand % | 0.0 | XS Lime lb/bbl | |
| Temp. | 82 | Gels 10sec | 5 | Cl ppm | 1,300 | Solids % | 4.6 | Salt bbls | |
| Visc | 39 | Gels 10min | 28 | Ca ppm | 80 | LGS % | 5.0 | LCM ppb | |
| PV | 11 | pH | 9.6 | pF | 0.0 | Oil % | | API WL cc | 19.0 |
| YP | 10 | Filter Cake/32 | 2 | Mf | 1.0 | Water % | 95.0 | HTHP WL cc | |
| O/W Ratio | | ES | | WPS | | | | | |
| Comments: HI-YIELD GEL 7, SAWDUST -25' MEGA-CIDE 1, ENGINEERING 1. | | | | | | | | | |

| | | | | | | |
|----------|--------------------|---|------------|-----|-----------------|-----|
| Flaring: | Flare Foot-Minutes | 0 | Flared MCF | 0.0 | Cum. Flared MCF | 0.0 |
|----------|--------------------|---|------------|-----|-----------------|-----|

SURFACE PUMP/BHA INFORMATION

| | | | | | | | | | | | | | |
|---------------|--------|-------------------|--------|-----------|--------|-----|-------|--------|--------|-----|--|----------------|----|
| Pump 1 Liner | 5.5 | Stroke Len | 9.0 | SPM | 126 | PSI | 2,100 | GPM | 334 | SPR | | Slow PSI | |
| Pump 2 Liner | 6.0 | Stroke Len | 9.0 | SPM | 126 | PSI | 2,100 | GPM | 391 | SPR | | Slow PSI | |
| Pump 32 Liner | | Stroke Len | | SPM | | PSI | | GPM | | SPR | | Slow PSI | |
| BHA Makeup | | ROTATING ASSEMBLY | | | | | | | Length | 1.0 | | Hours on BHA | 27 |
| Up Weight | 67,000 | Dn Weight | 55,000 | RT Weight | 62,000 | | | Torque | 7,000 | | | Hours on Motor | 0 |

BHA MAKEUP:

| # | Component | OD | ID | Length | Weight (ft/lb) | Serial Number | Description |
|---|--------------|--------|-------|--------|----------------|---------------|-------------------------------------|
| 1 | 11" BIT | 11.000 | | | | 5209043 | 11" GT-C1 3X16 1X14 |
| 2 | BIT SUB | 6.430 | 2.870 | | | ENSIGN 122 | BIT SUB XO 6 5/8 REG B X 4 1/2 XH P |
| 3 | 6 X STEAL DC | 6.180 | 2.310 | | | ENSIGN 122 | 4 1/2 XH P X 4 1/2 XH B |
| 4 | 4 1/2 HWDP | 4.500 | 2.430 | | | ENSIGN 122 | 4 1/2 XH P X 4 1/2 XH B |

DAILY COSTS

| | DAILY | CUM | AFE | | DAILY | CUM | AFE |
|--------------------------------|--------|--------|---------|--------------------------------|---------|---------|---------|
| 8100..100: Permits & Fees | | 16,867 | 4,500 | 8100..105: Insurance | | | 2,500 |
| 8100..110: Staking & Surveying | | | 1,500 | 8100..120: Surface Damages & R | | | |
| 8100..200: Location Roads | | | 45,000 | 8100..210: Reclamation | | | 10,000 |
| 8100..220: Secondary Reclamati | | | | 8100..230: Pit Solidification | | | 5,000 |
| 8100..300: Water Well | | | | 8100..310: Water/Water Disposa | 2,104 | 10,000 | |
| 8100..320: Mud & Chemicals | 312 | 4,058 | | 8100..325: Oil Base Mud Diesel | | | |
| 8100..400: Drilling Rig | 19,425 | 97,400 | 242,000 | 8100..402: Drilling Rig Cleani | | | |
| 8100..405: Rig Fuel | | 14,714 | | 8100..410: Mob/Demob | 145,000 | | |
| 8100..420: Bits & Reamers | | 12,500 | | 8100..500: Roustabout Services | | | 4,000 |
| 8100..510: Testing/Inspection/ | | | 1,000 | 8100..520: Trucking & Hauling | 2,380 | 23,000 | |
| 8100..530: Equipment Rental | 2,590 | 10,360 | 5,000 | 8100..531: Down Hole Motor Ren | | | |
| 8100..532: Solids Control Equi | 650 | 2,600 | 10,000 | 8100..535: Directional Drillin | | | |
| 8100..540: Fishing | | | | 8100..600: Surface Casing/Inte | 32,822 | 34,459 | 35,000 |
| 8100..605: Cementing Work | | | 15,000 | 8100..610: P & A | | | |
| 8100..700: Logging - Openhole | 7,960 | 7,960 | 14,000 | 8100..705: Logging - Mud | | | |
| 8100..800: Supervision/Consult | 2,750 | 11,000 | 5,000 | 8100..810: Engineering/Evaluat | | | |
| 8100..900: Contingencies | 7,098 | 19,099 | | 8100..950: Administrative O/H | | | |
| 8100..999: Non Operated IDC | | | | 8200..510: Testing/Inspection/ | | 398 | 5,000 |
| 8200..520: Trucking & Hauling | | | 10,000 | 8200..530: Equipment Rental | | | 50,000 |
| 8200..605: Cementing Work | | 15,722 | 20,000 | 8210..600: Production Casing | 1,293 | 3,016 | 50,000 |
| 8210..620: Wellhead/Casing Hea | | | 51,200 | Total Cost | 74,900 | 399,637 | 618,700 |

ULTRA RESOURCES, INC.
DAILY DRILLING REPORT DATE: 05/07/2014

| | | | | | | | | | |
|----------------------|----------------|------------------|--------------------|-------------------|--------------|----------------|-------------|----------------------|--------|
| WELL NAME | THREE RIVERS-D | | | AFE# | 140709 | SPUD DATE | 05/03/2014 | | |
| WELL SITE CONSULTANT | JOHN FREITAS | | | PHONE# | 435-219-4933 | CONTRACTOR | Ensign 122 | | |
| TD AT REPORT | 2,685' | FOOTAGE | 1,150' | PRATE | 121.1 | CUM. DRLG. HRS | 36.5 | DRLG DAYS SINCE SPUD | 4 |
| ANTICIPATED TD | 3,279' | PRESENT OPS | Drilling at 2,685' | | | GEOLOGIC SECT. | | | |
| DAILY MUD LOSS | SURF: | DH: | CUM. MUD LOSS | | | SURF: | DH: | | |
| MUD COMPANY: | ANCHOR | | | MUD ENGINEER: | | | SEAN LEHNEN | | |
| LAST BOP TEST | 05/06/2014 | NEXT CASING SIZE | 5 1/2 | NEXT CASING DEPTH | | 3,275 | SSE | 0 | SSED 0 |

| | | | | | | | |
|----------------|--|-------------|------|--------------------|------|----------------------|------|
| TIME BREAKDOWN | | DRILLING | 9.50 | DRILLING CEMENT | 1.00 | PRESSURE TEST B.O.P. | 3.50 |
| | | RIG SERVICE | 0.50 | RIG UP / TEAR DOWN | 3.50 | TRIPPING | 6.00 |

| | | | | |
|---------|-------|-------|---|---|
| DETAILS | | | | |
| Start | End | Hrs | | |
| 06:00 | 09:30 | 03:30 | TEST ANNULAR-10 MIN @ 250psi & 10 MIN/1,500psi. TEST CASING TO 1,500psi FOR 30 MIN. TEST MANUAL CHOKES TO 500psi FOR 10 MIN. FUNCTION TEST & TIME KOOMEY. ALL GOOD. | |
| 09:30 | 13:00 | 03:30 | RIG UP FLAIR LINES, PANIC LINES AND FISHER PUMP IN CELLAR. | |
| 13:00 | 14:00 | 01:00 | PICK UP BHA AND TRIP IN HOLE TO 607'. | |
| 14:00 | 15:30 | 01:30 | WHILE SETTING SLIPS THE DIE GUARD THE TWO SCREWS SHEARED OFF AND THE GUARD FELL THROUGH ROTARY TABLE, EVERYONE LOOKED IN THE CELLAR AND ALL AROUND THE BOP, IT WAS THOUGHT TO HAVE GONE DOWN HOLE, FISHING TOOLS WERE CALLED AND WE CONTINUED TO LOOK AROUND THE CELLAR, FISHING TOOLS ARIVED AND WE USED THE MAGNET TO DRAG THE CELLAR THAT HAD A FT OF WATER IN IT, WE FOUND THE DIE GUARD ON THE MAGNET. | |
| 15:30 | 19:00 | 03:30 | PICK UP BHA AND TRIP IN THE HOLE TO TAG CEMENT AT 1481'. | |
| 19:00 | 20:00 | 01:00 | DRILL OUT CEMENT, FLOAT, AND SHOE TRACK. | |
| 20:00 | 01:00 | 05:00 | DRILL FROM 1535' TO 2026' @ 98.2 FT./HR).GPM-492,SPP-1700/1800,WOB 17-20K,RPM-70, MWT-9.0/43 VIS, M/U WATER AT 3-5 GPM. TORQUE 8,000/10,000 FT/LB. | |
| 00:00 | 00:00 | 00:00 | DRILL FROM 1535' TO 2026'491 @ 98.2 FT./HR).GPM-492,SPP-1700/1800,WOB 17-20K,RPM-70, MWT-9.0/43 VIS, M/U WATER AT 3-5 GPM. TORQUE 8,000/10,000 FT/LB. | |
| 01:00 | 01:30 | 00:30 | RIG SERVICE- LUBRICATE RIG, GRERASE WASH PIPE, SHOCK SUB, PIPE ARM, PILLAR BLOCKS AND ROUGHNECK/ SERVICE AND INSPECT-HPU, PUMP # 1 AND PUMP # 2. | |
| 01:30 | 06:00 | 04:30 | DRILL FROM 2026' TO 2685' 659' @ 119.8 FT./HR).GPM-492,SPP-1700/1800,WOB 17-20K,RPM-70, MWT-9.0/43 VIS, M/U WATER AT 3-5 GPM. TORQUE 8,000/10,000 FT/LB. ON BOTTOM ROP 153.3. | |
| 05:55 | 05:55 | 00:00 | SAFETY MEETING DAYS: SAFETY USING LOADER.PINCH POINTS, WORKING AROUND BOOM. | |
| | | | | SAFETY MEETING NIGHTS:PINCH POINTS, SWA AUTHORITY, OPERATING THE BOOM, FORKLIFT SAFETY ON TIGHT LOCATION. |
| | | | | REGULATORY NOTICES:NONE. |
| | | | | REGULATORY VISITS:NONE. |
| | | | | INCIDENTS:NONE. |
| | | | | SAFETY DRILLS:BOP DRILL NIGHTS. |

| | | | |
|---------------------|--|-------------------------|--|
| AFE Days vs Depth: | | AFE Cost Vs Depth: | |
| DWOP Days vs Depth: | | # LL/BP Received Today: | |

| | | | | | |
|----------------------|-------|----------|-------------|---------|----------|
| FUEL AND WATER USAGE | | | | | |
| Fluid | Used | Received | Transferred | On Hand | Cum.Used |
| Fuel | 600.0 | | | 3,430.0 | 3,860.0 |
| Gas | | | | | |
| Fresh Well Water | | | | | |
| Nano Water | | | | | |
| Frac Water | | | | | |
| Reserve Pit Water | | | | | |
| Boiler Hours | 0.00 | | | | 0.00 |
| Air Heater Hours | | | | | |
| Urea | | | | 0.0 | |
| Urea Sys 1 Hrs | | | | | |
| Urea Sys 2 Hrs | | | | | |
| Urea Sys 3 Hrs | | | | | |

| |
|--|
| CASING EQUIPMENT |
| SHOE, FLOAT, 77 JOINTS OF 5.5" 17# CASING. |

| | | | | | | | | | | | |
|---|--|--|--|--|--|--|--|--|--|--|--|
| CEMENT JOB SUMMARY | | | | | | | | | | | |
| SAFETY MEETING WITH HALLIBURTON CEMENTERS - TEST LINES TO 3000 PSI - PUMP 10 BBLS WATER SPACER, 20 BBLS SUPER FLUSH, 10 BBLS WATER SPACER, 138 BBLS 575 SACKS 14.0 PPG 1.35 YIELD TAIL CEMENT MIXED @ 5.82 GAL/SK - SHUT DOWN WASH LINES DROP PLUG AND DISPLACE WITH 77 BBLS FRESH WATER - FINAL CIRCULATING PRESSURE 1015 PSI BUMP PLUG AND HOLD 1500 PSI FOR TWO MINUTES - RELEASE PRESSURE FLOATS HELD - FULL RETURNS DURING JOB 21 BBLS CEMENT TO SURFACE | | | | | | | | | | | |

| | | | | | | | |
|---------------------|------------|-------|--------|--------|-------|-----------|---------|
| RECENT CASINGS RUN: | Date Set | Size | Grade | Weight | Depth | FIT Depth | FIT ppg |
| Production | 05/07/2014 | 5 1/2 | J-55 | 17 | 3,329 | | |
| Surface | 05/05/2014 | 8 5/8 | ARJ-55 | 24 | 1,535 | | |
| Conductor | 04/30/2014 | 16 | ARJ-55 | 45 | 120 | | |

| | | | | | | | | | |
|--------------|--------|---------|------------|------------|----------------|-------|----------|-----------|-----------------|
| RECENT BITS: | | | | | | | | | |
| BIT | SIZE | MANUF | TYPE | SERIAL NO. | JETS | TFA | DEPTH IN | DEPTH OUT | I-O-D-L-B-G-O-R |
| 2 | 7.875 | ULTERRA | PDC | 23208 | 13/13/13/13/13 | 0.778 | 1,535 | | ----- |
| 1 | 11.000 | HTC | MILL TOOTH | 5209043 | 16/16/16/14 | 0.739 | 120 | 1,535 | 1-1--A-1-X--TD |

| | | | | | | | | | | | |
|-----------------|-----|-------|-----|-------|------|-------|-----------|----------|---------|----------|---------|
| BIT OPERATIONS: | | | | | | | | | | | |
| BIT | WOB | RPM | GPM | PRESS | HHP | HRS | 24hr DIST | 24HR ROP | CUM HRS | CUM DIST | CUM ROP |
| 2 | | 70/84 | 498 | 2,100 | 2.09 | 9.50 | 1,150 | 121.05 | 9.50 | 1,150 | 121.05 |
| 1 | | 120 | 700 | 2,100 | 3.22 | 15.50 | 635 | 40.97 | 27.00 | 1,415 | 52.41 |

| | | | | | | | | | | | |
|--------------------|-------|-------|------------|------------|-------|----------|-----------|------------|----------|--|--|
| RECENT MUD MOTORS: | | | | | | | | | | | |
| # | SIZE | MANUF | TYPE | SERIAL NO. | LOBES | DEPTH IN | DEPTH OUT | DATE IN | DATE OUT | | |
| 1 | 6.500 | CAVO | 9L-650-3.7 | 65048 | 9:10 | 1,535 | | 05/05/2014 | | | |

| | | | | | | | | | |
|-----------------------|-----|---------|------|-----------|----------|---------|----------|---------|--|
| MUD MOTOR OPERATIONS: | | | | | | | | | |
| # | WOB | REV/GAL | HRS | 24hr DIST | 24HR ROP | CUM HRS | CUM DIST | CUM ROP | |
| 1 | 20 | 0.17 | 9.50 | 1,150 | 121.05 | 9.50 | 1,150 | 121.05 | |

| | | | | | | | | | |
|---------|-----|------|---------|-----|----|----|----|-----|-----------|
| SURVEYS | | | | | | | | | |
| Date | TMD | Incl | Azimuth | TVD | VS | NS | EW | DLS | Tool Type |

MUD PROPERTIES

| | | | | | | | | | |
|--------------------------|------|----------------|-----|--------|-------|----------|------|----------------|------|
| Type | LSND | Mud Wt | 9.1 | Alk. | 0.0 | Sand % | 0.0 | XS Lime lb/bbl | |
| Temp. | 82 | Gels 10sec | 5 | Cl ppm | 1,300 | Solids % | 5.0 | Salt bbls | |
| Visc | 42 | Gels 10min | 21 | Ca ppm | 80 | LGS % | 5.0 | LCM ppb | |
| PV | 12 | pH | 9.6 | pF | 0.0 | Oil % | | API WL cc | 19.0 |
| YP | 9 | Filter Cake/32 | 2 | Mf | 1.0 | Water % | 95.0 | HTHP WL cc | |
| O/W Ratio | | ES | | WPS | | | | | |
| Comments: ENGINEERING 1. | | | | | | | | | |

| | | | | | | |
|----------|--------------------|---|------------|-----|-----------------|-----|
| Flaring: | Flare Foot-Minutes | 0 | Flared MCF | 0.0 | Cum. Flared MCF | 0.0 |
|----------|--------------------|---|------------|-----|-----------------|-----|

SURFACE PUMP/BHA INFORMATION

| | | | | | | | | | | | | | | |
|---------------|---------------------|------------|---------------|-----------|---------------|--------|--------------|---------------|----------------|--------------|--------------|----------|------------|-----------|
| Pump 1 Liner | <u>5.5</u> | Stroke Len | <u>9.0</u> | SPM | <u>126</u> | PSI | <u>2,100</u> | GPM | <u>334</u> | SPR | <u>50</u> | Slow PSI | <u>185</u> | |
| Pump 2 Liner | <u>6.0</u> | Stroke Len | <u>9.0</u> | SPM | <u>126</u> | PSI | <u>2,100</u> | GPM | <u>391</u> | SPR | <u>50</u> | Slow PSI | <u>228</u> | |
| Pump 32 Liner | — | Stroke Len | — | SPM | — | PSI | — | GPM | — | SPR | — | Slow PSI | — | |
| BHA Makeup | STRAIGHT HOLE MOTOR | | | | | | | | Length | <u>848.8</u> | Hours on BHA | | | <u>10</u> |
| Up Weight | <u>90,000</u> | Dn Weight | <u>65,000</u> | RT Weight | <u>75,000</u> | Torque | | <u>10,000</u> | Hours on Motor | | | | | <u>10</u> |

BHA MAKEUP:

| # | Component | OD | ID | Length | Weight (ft/lb) | Serial Number | Description |
|---|-----------------|-------|-------|--------|----------------|---------------|---------------------------|
| 1 | 7 7/8" BIT | 7.875 | | 1.00 | | 23208 | 7 7/8" ULTERRA U616M 6X13 |
| 2 | CAVO MUD MOTOR | 6.500 | 2.430 | 28.15 | | 65048 | JETS .778 TFA |
| 3 | 3 X STEAL DC | 6.180 | 2.310 | 92.62 | | ENSIGN 122 | 3.7 STAGE 9/10 0.17 |
| 4 | 24 X 4 1/2 HWDP | 4.500 | 2.430 | 727.04 | | ENSIGN 122 | REV/GAL 0 BEND |
| | | | | | | | 4 1/2 XH P X 4 1/2 XH B |
| | | | | | | | 4 1/2 XH P X 4 1/2 XH B |

DAILY COSTS

| | DAILY | CUM | AFE | | DAILY | CUM | AFE |
|--------------------------------|--------|---------|---------|--------------------------------|--------|---------|---------|
| 8100..100: Permits & Fees | | 16,867 | 4,500 | 8100..105: Insurance | | | 2,500 |
| 8100..110: Staking & Surveying | | | 1,500 | 8100..120: Surface Damages & R | | | |
| 8100..200: Location Roads | | | 45,000 | 8100..210: Reclamation | | | 10,000 |
| 8100..220: Secondary Reclamat | | | | 8100..230: Pit Solidification | | | 5,000 |
| 8100..300: Water Well | | | | 8100..310: Water/Water Dispos | 735 | 2,839 | 10,000 |
| 8100..320: Mud & Chemicals | 375 | 4,433 | | 8100..325: Oil Base Mud Diesel | | | |
| 8100..400: Drilling Rig | 19,425 | 116,825 | 242,000 | 8100..402: Drilling Rig Cleani | | | |
| 8100..405: Rig Fuel | | 14,714 | | 8100..410: Mob/Demob | | 145,000 | |
| 8100..420: Bits & Reamers | 3,450 | 15,950 | | 8100..500: Roustabout Services | | | 4,000 |
| 8100..510: Testing/Inspection/ | 1,850 | 1,850 | 1,000 | 8100..520: Trucking & Hauling | | 2,380 | 23,000 |
| 8100..530: Equipment Rental | 2,590 | 12,950 | 5,000 | 8100..531: Down Hole Motor Ren | | | |
| 8100..532: Solids Control Equi | 650 | 3,250 | 10,000 | 8100..535: Directional Drillin | | | |
| 8100..540: Fishing | | | | 8100..600: Surface Casing/Inte | | 34,459 | 35,000 |
| 8100..605: Cementing Work | | | 15,000 | 8100..610: P & A | | | |
| 8100..700: Logging - Openhole | | 7,960 | 14,000 | 8100..705: Logging - Mud | | | |
| 8100..800: Supervision/Consult | 2,750 | 13,750 | 5,000 | 8100..810: Engineering/Evaluat | | | |
| 8100..900: Contingencies | 3,443 | 22,542 | | 8100..950: Administrative O/H | | | |
| 8100..999: Non Operated IDC | | | | 8200..510: Testing/Inspection/ | | 398 | 5,000 |
| 8200..520: Trucking & Hauling | | | 10,000 | 8200..530: Equipment Rental | | | 50,000 |
| 8200..605: Cementing Work | | 15,722 | 20,000 | 8210..600: Production Casing | | 3,016 | 50,000 |
| 8210..620: Wellhead/Casing Hea | | | 51,200 | Total Cost | 35,268 | 434,905 | 618,700 |

ULTRA RESOURCES, INC.
DAILY DRILLING REPORT DATE: 05/08/2014

| | | | | | | | | | |
|----------------------|-----------------------------|------------------|---------------------------------|-------------------|--------------|----------------|------------|----------------------|---|
| WELL NAME | THREE RIVERS-D | | | AFE# | 140709 | SPUD DATE | 05/03/2014 | | |
| WELL SITE CONSULTANT | DHN FREITAS/JEREMY MEJORADO | | | PHONE# | 435-219-4933 | CONTRACTOR | Ensign 122 | | |
| TD AT REPORT | 3,343' | FOOTAGE | 658' | PRATE | 82.3 | CUM. DRLG. HRS | 44.5 | DRLG DAYS SINCE SPUD | 5 |
| ANTICIPATED TD | 3,279' | PRESENT OPS | Run Production Casing at 3,343' | | | GEOLOGIC SECT. | | | |
| DAILY MUD LOSS | SURF: | DH: | | | | CUM. MUD LOSS | SURF: | DH: | |
| MUD COMPANY: | ANCHOR | | | MUD ENGINEER: | SEAN LEHNEN | | | | |
| LAST BOP TEST | 05/06/2014 | NEXT CASING SIZE | 5 1/2 | NEXT CASING DEPTH | 3,314 | SSE | 0 | SSED | 0 |

| | | | | | | |
|----------------|-----------------|------|----------------------|------|----------|------|
| TIME BREAKDOWN | CASING & CEMENT | 4.50 | COND MUD & CIRCULATE | 1.00 | DRILLING | 8.00 |
| | OTHER | 0.50 | TRIPPING | 2.50 | WIRELINE | 7.50 |

| | | | | |
|---------|-------|-------|-------|---|
| DETAILS | Start | End | Hrs | |
| | 06:00 | 14:00 | 08:00 | DRILL FROM 2685' TO 3343'(TD) 658' @ 82.25 FT./HR).GPM-450,SPP-1700/1800,WOB 17-20K,RPM-70, MWT-9.4/43 VIS, M/U WATER AT 3-5 GPM. TORQUE 8,000/10,000 FT/LB. ON BOTTOM ROP 133.9. |
| | 14:00 | 15:00 | 01:00 | SEND A HI-VIS SWEEP AND CIRCULATE HOLE CLEAN. FLOW CHECK NO FLOW. |
| | 15:00 | 17:30 | 02:30 | PULL OUT OF THE HOLE AND LAY DOWN DRILL PIPE AND BHA. NO TIGHT SPOTS WERE SEEN COMING OUT OF THE HOLE. |
| | 17:30 | 18:00 | 00:30 | PJSM- WITH HEC WIRELINE AND RIG CREW. RIG UP WIRE LINE LOGGERS. |
| | 18:00 | 21:00 | 03:00 | WAIT ON PART FOR WIRE LINE. |
| | 21:00 | 01:30 | 04:30 | LINE SPEED DOWN AT 150 FPM, LOG UP FROM A LOGGERS DEPTH OF 3336' AT 30 FPM TO SHOE, 60 FPM TO SURFACE, NO EXCESS LINE PULL WAS SEEN. |
| | 01:30 | 06:00 | 04:30 | RUN 5.5" PRODUCTION CASING AS PER RUN TALLY TO 3150'.FILLED PIPE AT 1800'. |
| | 05:55 | 05:55 | 00:00 | SAFETY MEETING DAYS: SAFETY USING LOADER.PINCH POINTS, WORKING AROUND BOOM. |
| | | | | SAFETY MEETING NIGHTS:PINCH POINTS, SWA AUTHORITY, OPERATING THE BOOM, FORKLIFT SAFETY ON TIGHT LOCATION. |
| | | | | REGULATORY NOTICES:SENT PRODUCTION CASING NOTICE. |
| | | | | REGULATORY VISITS:NONE. |
| | | | | INCIDENTS:NONE. |
| | | | | SAFETY DRILLS:BOP DRILL NIGHTS. |

| | | | |
|---------------------|--|-------------------------|--|
| AFE Days vs Depth: | | AFE Cost Vs Depth: | |
| DWOP Days vs Depth: | | # LL/BP Received Today: | |

| | | | | | |
|----------------------|---------|----------|-------------|---------|----------|
| FUEL AND WATER USAGE | Used | Received | Transferred | On Hand | Cum.Used |
| Fluid | | | | | |
| Fuel | 1,050.0 | 2,100.0 | | 4,480.0 | 4,910.0 |
| Gas | | | | | |
| Fresh Well Water | | | | | |
| Nano Water | | | | | |
| Frac Water | | | | | |
| Reserve Pit Water | | | | | |
| Boiler Hours | 0.00 | | | | 0.00 |
| Air Heater Hours | | | | | |
| Urea | | | | 0.0 | |
| Urea Sys 1 Hrs | | | | | |
| Urea Sys 2 Hrs | | | | | |
| Urea Sys 3 Hrs | | | | | |

CEMENT JOB SUMMARY
SAFETY MEETING WITH HALLIBURTON CEMENTERS - TEST LINES TO 3000 PSI - PUMP 10 BBLS WATER SPACER, 20 BBLS SUPER FLUSH, 10 BBLS WATER SPACER, 138 BBLS 575 SACKS 14.0 PPG 1.35 YIELD TAIL CEMENT MIXED @ 5.82 GAL/SK - SHUT DOWN WASH LINES DROP PLUG AND DISPLACE WITH 77 BBLS FRESH WATER - FINAL CIRCULATING PRESSURE 1015 PSI BUMP PLUG AND HOLD 1500 PSI FOR TWO MINUTES - RELEASE PRESSURE FLOATS HELD - FULL RETURNS DURING JOB 21 BBLs CEMENT TO SURFACE

| | | | | | | | |
|---------------------|------------|-------|--------|--------|-------|-----------|---------|
| RECENT CASINGS RUN: | Date Set | Size | Grade | Weight | Depth | FIT Depth | FIT ppg |
| Production | 05/07/2014 | 5 1/2 | J-55 | 17 | 3,329 | | |
| Surface | 05/05/2014 | 8 5/8 | ARJ-55 | 24 | 1,535 | | |
| Conductor | 04/30/2014 | 16 | ARJ-55 | 45 | 120 | | |

| | | | | | | | | |
|--------------|--------|---------|--------------------|----------------|-------|----------|-----------|-----------------|
| RECENT BITS: | MANUF | TYPE | SERIAL NO. | JETS | TFA | DEPTH IN | DEPTH OUT | I-O-D-L-B-G-O-R |
| BIT | SIZE | | | | | | | |
| 2 | 7.875 | ULTERRA | PDC 23208 | 13/13/13/13/13 | 0.778 | 1,535 | 3,343 | 0-0--A-X-X--TD |
| 1 | 11.000 | HTC | MILL TOOTH 5209043 | 16/16/16/14 | 0.739 | 120 | 1,535 | 1-1--A-1-X--TD |

| | | | | | | | | | | | | |
|-----------------|-----|-----|-------|-----|-------|------|-------|-----------|----------|---------|----------|---------|
| BIT OPERATIONS: | BIT | WOB | RPM | GPM | PRESS | HHP | HRS | 24hr DIST | 24HR ROP | CUM HRS | CUM DIST | CUM ROP |
| | 2 | | 70/84 | 450 | 2,100 | 1.61 | 8.00 | 658 | 82.25 | 17.50 | 1,808 | 103.31 |
| | 1 | | 120 | 700 | 2,100 | 3.22 | 15.50 | 635 | 40.97 | 27.00 | 1,415 | 52.41 |

| | | | | | | | | | | |
|--------------------|---|-------|-------|------------|------------|-------|----------|-----------|------------|------------|
| RECENT MUD MOTORS: | # | SIZE | MANUF | TYPE | SERIAL NO. | LOBES | DEPTH IN | DEPTH OUT | DATE IN | DATE OUT |
| | 1 | 6.500 | CAVO | 9L-650-3.7 | 65048 | 9:10 | 1,535 | 3,343 | 05/05/2014 | 05/07/2014 |

| | | | | | | | | | |
|-----------------------|---|-----|---------|------|-----------|----------|---------|----------|---------|
| MUD MOTOR OPERATIONS: | # | WOB | REV/GAL | HRS | 24hr DIST | 24HR ROP | CUM HRS | CUM DIST | CUM ROP |
| | 1 | 20 | 0.17 | 8.00 | 658 | 82.25 | 17.50 | 1,808 | 103.31 |

| | | | | | | | | | | |
|---------|------|-----|------|---------|-----|----|----|----|-----|-----------|
| SURVEYS | Date | TMD | Incl | Azimuth | TVD | VS | NS | EW | DLS | Tool Type |
|---------|------|-----|------|---------|-----|----|----|----|-----|-----------|

| | | | | | | | | | | |
|----------------|--------------------------------|------|----------------|-----|--------|-------|----------|------|----------------|------|
| MUD PROPERTIES | Type | LSND | Mud Wt | 9.4 | Alk. | 0.0 | Sand % | 0.0 | XS Lime lb/bbl | |
| | Temp. | 98 | Gels 10sec | 16 | Cl ppm | 1,400 | Solids % | 8.0 | Salt bbls | |
| | Visc | 55 | Gels 10min | 60 | Ca ppm | 90 | LGS % | 8.0 | LCM ppb | |
| | PV | 16 | pH | 9.8 | pF | 0.0 | Oil % | | API WL cc | 20.4 |
| | YP | 18 | Filter Cake/32 | 3 | Mf | 4.8 | Water % | 92.0 | HTHP WL cc | |
| | O/W Ratio | | ES | | WPS | | | | | |
| Comments: | HI-YIELD GEL 41,ENGINEERING 1. | | | | | | | | | |

| | | | | | | |
|----------|--------------------|---|------------|-----|-----------------|-----|
| Flaring: | Flare Foot-Minutes | 0 | Flared MCF | 0.0 | Cum. Flared MCF | 0.0 |
|----------|--------------------|---|------------|-----|-----------------|-----|

| | | | | | | | | | | | | | | |
|------------------------------|---------------|---------------------|------------|--------|-----------|--------|-----|-------|--------|--------|-----|----|----------------|-----|
| SURFACE PUMP/BHA INFORMATION | Pump 1 Liner | 5.5 | Stroke Len | 9.0 | SPM | 126 | PSI | 2,100 | GPM | 334 | SPR | 50 | Slow PSI | 185 |
| | Pump 2 Liner | 6.0 | Stroke Len | 9.0 | SPM | 126 | PSI | 2,100 | GPM | 391 | SPR | 50 | Slow PSI | 228 |
| | Pump 32 Liner | | Stroke Len | | SPM | | PSI | | GPM | | SPR | | Slow PSI | |
| | BHA Makeup | STRAIGHT HOLE MOTOR | | | | | | | | | | | Hours on BHA | 18 |
| | Up Weight | 90,000 | Dn Weight | 65,000 | RT Weight | 75,000 | | | Length | 848.8 | | | Hours on Motor | 18 |
| | | | | | | | | | Torque | 10,000 | | | | |

BHA MAKEUP:

| # | Component | OD | ID | Length | Weight (ft/lb) | Serial Number | Description |
|---|-----------------|-------|-------|--------|----------------|---------------|---|
| 1 | 7 7/8" BIT | 7.875 | | 1.00 | | 23208 | 7 7/8" ULTERRA U616M 6X13 JETS .778 TFA |
| 2 | CAVO MUD MOTOR | 6.500 | 2.430 | 28.15 | | 65048 | 3.7 STAGE 9/10 0.17 REV/GAL 0 BEND |
| 3 | 3 X STEAL DC | 6.180 | 2.310 | 92.62 | | ENSIGN 122 | 4 1/2 XH P X 4 1/2 XH B |
| 4 | 24 X 4 1/2 HWDP | 4.500 | 2.430 | 727.04 | | ENSIGN 122 | 4 1/2 XH P X 4 1/2 XH B |

DAILY COSTS

| | DAILY | CUM | AFE | | DAILY | CUM | AFE |
|--------------------------------|--------|---------|---------|--------------------------------|--------|---------|---------|
| 8100..100: Permits & Fees | | 16,867 | 4,500 | 8100..105: Insurance | | | 2,500 |
| 8100..110: Staking & Surveying | | | 1,500 | 8100..120: Surface Damages & R | | | |
| 8100..200: Location Roads | | | 45,000 | 8100..210: Reclamation | | | 10,000 |
| 8100..220: Secondary Reclamati | | | | 8100..230: Pit Solidification | | | 5,000 |
| 8100..300: Water Well | | | | 8100..310: Water/Water Disposa | 368 | 3,207 | 10,000 |
| 8100..320: Mud & Chemicals | 686 | 5,119 | | 8100..325: Oil Base Mud Diesel | | | |
| 8100..400: Drilling Rig | 19,425 | 136,250 | 242,000 | 8100..402: Drilling Rig Cleani | | | |
| 8100..405: Rig Fuel | 9,047 | 23,761 | | 8100..410: Mob/Demob | | 145,000 | |
| 8100..420: Bits & Reamers | | 15,950 | | 8100..500: Roustabout Services | | | 4,000 |
| 8100..510: Testing/Inspection/ | 360 | 2,210 | 1,000 | 8100..520: Trucking & Hauling | 3,483 | 5,863 | 23,000 |
| 8100..530: Equipment Rental | 2,590 | 15,540 | 5,000 | 8100..531: Down Hole Motor Ren | | | |
| 8100..532: Solids Control Equi | 650 | 3,900 | 10,000 | 8100..535: Directional Drillin | | | |
| 8100..540: Fishing | | | | 8100..600: Surface Casing/Inte | | 34,459 | 35,000 |
| 8100..605: Cementing Work | | | 15,000 | 8100..610: P & A | | | |
| 8100..700: Logging - Openhole | 6,663 | 14,623 | 14,000 | 8100..705: Logging - Mud | | | |
| 8100..800: Supervision/Consult | 2,750 | 16,500 | 5,000 | 8100..810: Engineering/Evaluat | | | |
| 8100..900: Contingencies | 5,234 | 27,776 | | 8100..950: Administrative O/H | | | |
| 8100..999: Non Operated IDC | | | | 8200..510: Testing/Inspection/ | | 398 | 5,000 |
| 8200..520: Trucking & Hauling | | | 10,000 | 8200..530: Equipment Rental | | | 50,000 |
| 8200..605: Cementing Work | | 15,722 | 20,000 | 8210..600: Production Casing | 2,085 | 5,101 | 50,000 |
| 8210..620: Wellhead/Casing Hea | | | 51,200 | Total Cost | 53,341 | 488,246 | 618,700 |

ULTRA RESOURCES, INC.
DAILY DRILLING REPORT DATE: 05/09/2014

| | | | | | | | | | |
|----------------------|-----------------|------------------|--------------------|-------------------|--------------|----------------|------------|----------------------|---|
| WELL NAME | THREE RIVERS-D | | | AFE# | 140709 | SPUD DATE | 05/03/2014 | | |
| WELL SITE CONSULTANT | JEREMY MEJORADO | | | PHONE# | 435-219-4933 | CONTRACTOR | Ensign 122 | | |
| TD AT REPORT | 3,343' | FOOTAGE | 0' | PRATE | | CUM. DRLG. HRS | 44.5 | DRLG DAYS SINCE SPUD | 5 |
| ANTICIPATED TD | 3,279' | PRESNET OPS | Rig down at 3,343' | | | GEOLOGIC SECT. | | | |
| DAILY MUD LOSS | SURF: 0 | DH: | | CUM. MUD LOSS | | SURF: 0 | | DH: | |
| MUD COMPANY: | ANCHOR | | | MUD ENGINEER: | SEAN LEHNEN | | | | |
| LAST BOP TEST | 05/06/2014 | NEXT CASING SIZE | 5 1/2 | NEXT CASING DEPTH | | SSE | 0 | SSED | 0 |

| | | | | | | | | | |
|----------------|-----------------|------|----------------------|------|--|--------------------|------|--|--|
| TIME BREAKDOWN | | | | | | | | | |
| | CASING & CEMENT | 1.25 | COND MUD & CIRCULATE | 3.25 | | NIPPLE DOWN B.O.P. | 1.00 | | |
| | OTHER | 1.50 | WIRELINE | 1.00 | | | | | |

| | | | | |
|---------|-------|-------|---|--|
| DETAILS | | | | |
| Start | End | Hrs | | |
| 06:00 | 07:15 | 01:15 | FINISH RUNNING 5.5" PRODUCTION CASING. MAKE UP MANDREL AND LAND CASING IN WELL HEAD | |
| 07:15 | 08:45 | 01:30 | CIRCULTAE AND CONDITION MUD FOR CEMENT JOB | |
| 08:45 | 10:30 | 01:45 | SAFETY MEETING WITH HALLIBURTON CEMENTERS - TEST LINES TO 3000 PSI - PUMP 10 BBLS WATER SPACER, 20 BBLS SUPER FLUSH, 10 BBLS WATER SPACER, 138 BBLS 575 SACKS 14.0 PPG 1.35 YIELD TAIL CEMENT MIXED @ 5.82 GAL/SK - SHUT DOWN WASH LINES DROP PLUG AND DISPLACE WITH 77 BBLS FRESH WATER - FINAL CIRCULATING PRESSURE 1015 PSI BUMP PLUG AND HOLD 1500 PSI FOR TWO MINUTES - RELEASE PRESSURE FLOATS HELD - FULL RETURNS DURING JOB 21 BBLS CEMENT TO SURFACE | |
| 10:30 | 11:30 | 01:00 | NIPPLE DOWN - CHOKE LINES & FLARE LINES | |
| 11:30 | 13:00 | 01:30 | CLEAN MUD TANKS - RIGGING DOWN WITH CREW - RIG RELEASED @ 1300 HRS 05/08/2014 | |
| 18:00 | 19:00 | 01:00 | RUN TEMP LOG | |

| | | | |
|---------------------|--|-------------------------|--|
| AFE Days vs Depth: | | AFE Cost Vs Depth: | |
| DWOP Days vs Depth: | | # LL/BP Received Today: | |

| | | | | | | | | | |
|----------------------|--|-------|----------|-------------|---------|----------|--|--|--|
| FUEL AND WATER USAGE | | | | | | | | | |
| Fluid | | Used | Received | Transferred | On Hand | Cum.Used | | | |
| Fuel | | 210.0 | 0.0 | 4,270.0 | 0.0 | 5,120.0 | | | |
| Gas | | | | | | | | | |
| Fresh Well Water | | | | | | | | | |
| Nano Water | | | | | | | | | |
| Frac Water | | | | | | | | | |
| Reserve Pit Water | | | | | | | | | |
| Boiler Hours | | | | | | 0.00 | | | |
| Air Heater Hours | | | | | | | | | |
| Urea | | | | | 0.0 | | | | |
| Urea Sys 1 Hrs | | | | | | | | | |
| Urea Sys 2 Hrs | | | | | | | | | |
| Urea Sys 3 Hrs | | | | | | | | | |

| | | | | | | | |
|---------------------|------------|-------|--------|--------|-------|-----------|---------|
| RECENT CASINGS RUN: | Date Set | Size | Grade | Weight | Depth | FIT Depth | FIT ppg |
| Production | 05/07/2014 | 5 1/2 | J-55 | 17 | 3,329 | | |
| Surface | 05/05/2014 | 8 5/8 | ARJ-55 | 24 | 1,535 | | |
| Conductor | 04/30/2014 | 16 | ARJ-55 | 45 | 120 | | |

| | | | | | | | | | | | |
|--------------|--------|---------|------------|------------|----------------|-------|----------|-----------|-----------------|--|--|
| RECENT BITS: | | | | | | | | | | | |
| BIT | SIZE | MANUF | TYPE | SERIAL NO. | JETS | TFA | DEPTH IN | DEPTH OUT | I-O-D-L-B-G-O-R | | |
| 2 | 7.875 | ULTERRA | PDC | 23208 | 13/13/13/13/13 | 0.778 | 1,535 | 3,343 | 0-0--A-X-X--TD | | |
| 1 | 11.000 | HTC | MILL TOOTH | 5209043 | 16/16/16/14 | 0.739 | 120 | 1,535 | 1-1--A-1-X--TD | | |

| | | | | | | | | | | | |
|-----------------|-----|-------|-----|-------|------|-------|-----------|----------|---------|----------|---------|
| BIT OPERATIONS: | | | | | | | | | | | |
| BIT | WOB | RPM | GPM | PRESS | HHP | HRS | 24hr DIST | 24HR ROP | CUM HRS | CUM DIST | CUM ROP |
| 2 | | 70/84 | 450 | 2,100 | 1.61 | 8.00 | 658 | 82.25 | 17.50 | 1,808 | 103.31 |
| 1 | | 120 | 700 | 2,100 | 3.22 | 15.50 | 635 | 40.97 | 27.00 | 1,415 | 52.41 |

| | | | | | | | | | | | |
|--------------------|-------|-------|------------|------------|-------|----------|-----------|------------|------------|--|--|
| RECENT MUD MOTORS: | | | | | | | | | | | |
| # | SIZE | MANUF | TYPE | SERIAL NO. | LOBES | DEPTH IN | DEPTH OUT | DATE IN | DATE OUT | | |
| 1 | 6.500 | CAVO | 9L-650-3.7 | 65048 | 9:10 | 1,535 | 3,343 | 05/05/2014 | 05/07/2014 | | |

| | | | | | | | | | | |
|-----------------------|-----|---------|------|-----------|----------|---------|----------|---------|--|--|
| MUD MOTOR OPERATIONS: | | | | | | | | | | |
| # | WOB | REV/GAL | HRS | 24hr DIST | 24HR ROP | CUM HRS | CUM DIST | CUM ROP | | |
| 1 | 20 | 0.17 | 8.00 | 658 | 82.25 | 17.50 | 1,808 | 103.31 | | |

| | | | | | | | | | | | |
|---------|-----|------|---------|-----|----|----|----|-----|-----------|--|--|
| SURVEYS | | | | | | | | | | | |
| Date | TMD | Incl | Azimuth | TVD | VS | NS | EW | DLS | Tool Type | | |

| | | | | | | | | | | | |
|----------------|---|----------------|-----|--------|-------|----------|------|----------------|------|--|--|
| MUD PROPERTIES | | | | | | | | | | | |
| Type | LSND | Mud Wt | 9.4 | Alk. | 0.5 | Sand % | 1.0 | XS Lime lb/bbl | | | |
| Temp. | 88 | Gels 10sec | 12 | Cl ppm | 1,400 | Solids % | 8.0 | Salt bbls | | | |
| Visc | 41 | Gels 10min | 24 | Ca ppm | 90 | LGS % | 8.0 | LCM ppb | | | |
| PV | 15 | pH | 9.6 | pF | 0.5 | Oil % | | API WL cc | 20.0 | | |
| YP | 11 | Filter Cake/32 | 2 | Mf | 5.2 | Water % | 92.0 | HTHP WL cc | | | |
| O/W Ratio | | ES | | WPS | | | | | | | |
| Comments: | HI-YIELD GEL 6, ANCO BAR 27, SAWDUST 50, ENGINEERING 1. | | | | | | | | | | |

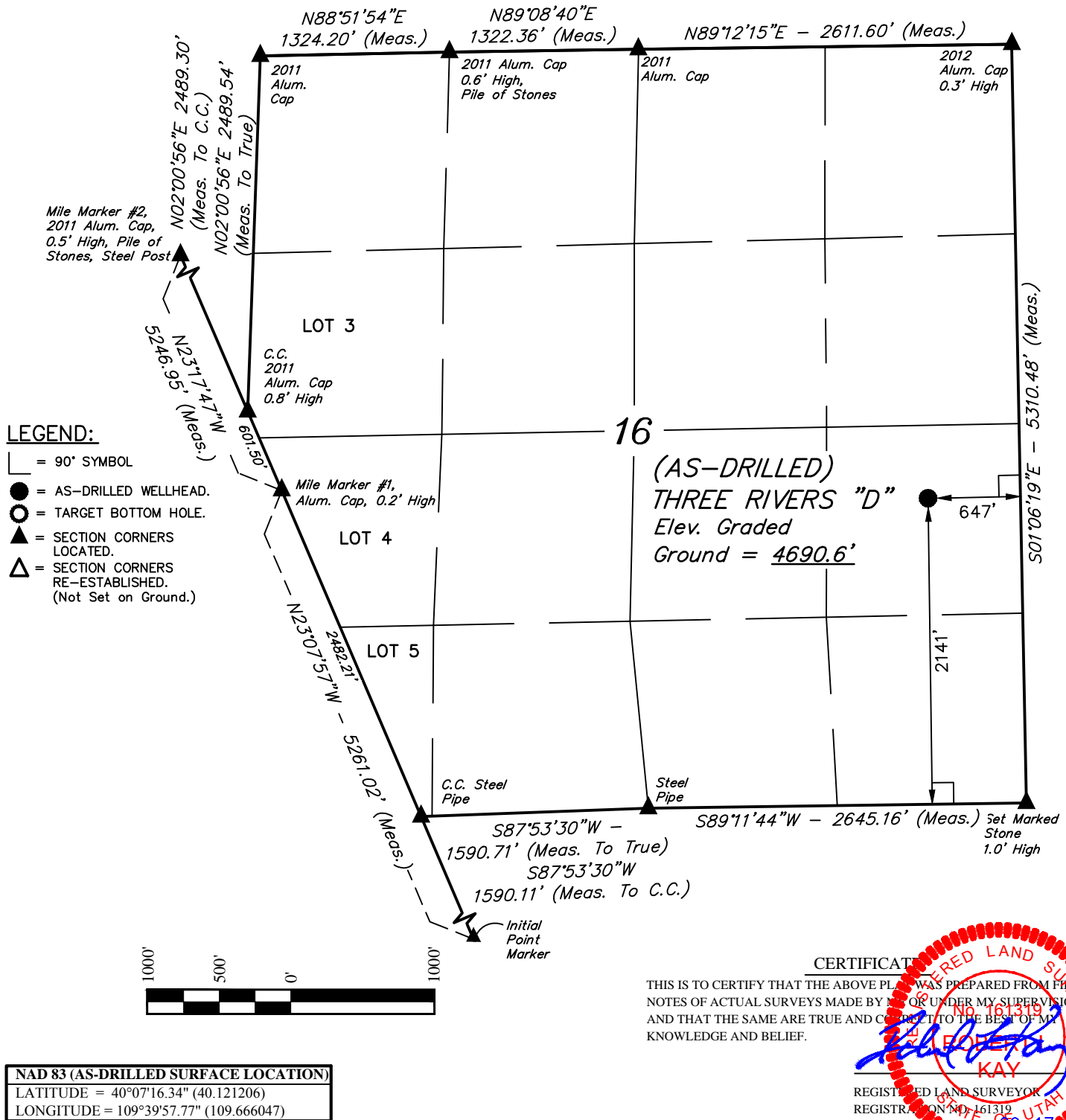
| | | | | | | |
|----------|--------------------|---|------------|-----|-----------------|-----|
| Flaring: | Flare Foot-Minutes | 0 | Flared MCF | 0.0 | Cum. Flared MCF | 0.0 |
|----------|--------------------|---|------------|-----|-----------------|-----|

| SURFACE PUMP/BHA INFORMATION | | | | | | | | | | | | | |
|------------------------------|---------------------|------------|--------|-----------|--------|-----|-------|--------|--------|-----|----|----------------|-----|
| Pump 1 Liner | 5.5 | Stroke Len | 9.0 | SPM | 126 | PSI | 2,100 | GPM | 334 | SPR | 50 | Slow PSI | 185 |
| Pump 2 Liner | 6.0 | Stroke Len | 9.0 | SPM | 126 | PSI | 2,100 | GPM | 391 | SPR | 50 | Slow PSI | 228 |
| Pump 32 Liner | — | Stroke Len | — | SPM | — | PSI | — | GPM | — | SPR | — | Slow PSI | — |
| BHA Makeup | STRAIGHT HOLE MOTOR | | | | | | | | | | | | |
| Up Weight | 90,000 | Dn Weight | 65,000 | RT Weight | 75,000 | | | Length | 848.8 | | | Hours on BHA | 18 |
| | | | | | | | | Torque | 10,000 | | | Hours on Motor | 18 |

| | | | | | | | | | | | | | |
|-------------|-----------------|-------|-------|--------|----------------|---------------|---------------------------|--|--|--|--|--|--|
| BHA MAKEUP: | | | | | | | | | | | | | |
| # | Component | OD | ID | Length | Weight (ft/lb) | Serial Number | Description | | | | | | |
| 1 | 7 7/8" BIT | 7.875 | | 1.00 | | 23208 | 7 7/8" ULTERRA U616M 6X13 | | | | | | |
| 2 | CAVO MUD MOTOR | 6.500 | 2.430 | 28.15 | | 65048 | JETS .778 TFA | | | | | | |
| 3 | 3 X STEAL DC | 6.180 | 2.310 | 92.62 | | ENSIGN 122 | 3.7 STAGE 9/10 0.17 | | | | | | |
| 4 | 24 X 4 1/2 HWDP | 4.500 | 2.430 | 727.04 | | ENSIGN 122 | REV/GAL 0 BEND | | | | | | |
| | | | | | | | 4 1/2 XH P X 4 1/2 XH B | | | | | | |
| | | | | | | | 4 1/2 XH P X 4 1/2 XH B | | | | | | |

| DAILY COSTS | DAILY | CUM | AFE | | DAILY | CUM | AFE |
|--------------------------------|--------|---------|---------|--------------------------------|---------|---------|---------|
| 8100..100: Permits & Fees | | 16,867 | 4,500 | 8100..105: Insurance | | | 2,500 |
| 8100..110: Staking & Surveying | | | 1,500 | 8100..120: Surface Damages & R | | | |
| 8100..200: Location Roads | | | 45,000 | 8100..210: Reclamation | | | 10,000 |
| 8100..220: Secondary Reclamati | | | | 8100..230: Pit Solidification | | | 5,000 |
| 8100..300: Water Well | | | | 8100..310: Water/Water Disposa | | 3,207 | 10,000 |
| 8100..320: Mud & Chemicals | 3,743 | 8,862 | | 8100..325: Oil Base Mud Diesel | | | |
| 8100..400: Drilling Rig | 6,038 | 142,288 | 242,000 | 8100..402: Drilling Rig Cleani | | | |
| 8100..405: Rig Fuel | | 23,761 | | 8100..410: Mob/Demob | | 145,000 | |
| 8100..420: Bits & Reamers | 3,745 | 19,695 | | 8100..500: Roustabout Services | 950 | 950 | 4,000 |
| 8100..510: Testing/Inspection/ | | 2,210 | 1,000 | 8100..520: Trucking & Hauling | 740 | 6,603 | 23,000 |
| 8100..530: Equipment Rental | 3,634 | 19,174 | 5,000 | 8100..531: Down Hole Motor Ren | | | |
| 8100..532: Solids Control Equi | 650 | 4,550 | 10,000 | 8100..535: Directional Drillin | | | |
| 8100..540: Fishing | | | | 8100..600: Surface Casing/Inte | 35,964 | 70,423 | 35,000 |
| 8100..605: Cementing Work | | | 15,000 | 8100..610: P & A | | | |
| 8100..700: Logging - Openhole | 8,785 | 23,408 | 14,000 | 8100..705: Logging - Mud | | | |
| 8100..800: Supervision/Consult | 2,750 | 19,250 | 5,000 | 8100..810: Engineering/Evaluat | | | |
| 8100..900: Contingencies | 4,820 | 32,596 | | 8100..950: Administrative O/H | | | |
| 8100..999: Non Operated IDC | | | | 8200..510: Testing/Inspection/ | | 398 | 5,000 |
| 8200..520: Trucking & Hauling | | | 10,000 | 8200..530: Equipment Rental | | | 50,000 |
| 8200..605: Cementing Work | 29,932 | 45,654 | 20,000 | 8210..600: Production Casing | 44,814 | 49,915 | 50,000 |
| 8210..620: Wellhead/Casing Hea | | | 51,200 | Total Cost | 146,565 | 634,811 | 618,700 |

| | | |
|---|---|--|
| STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING | | FORM 9 |
| SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals. | | 5. LEASE DESIGNATION AND SERIAL NUMBER: ML-49319 |
| 1. TYPE OF WELL Water Disposal Well | | 6. IF INDIAN, ALLOTTEE OR TRIBE NAME: |
| 2. NAME OF OPERATOR: ULTRA RESOURCES INC | | 7. UNIT or CA AGREEMENT NAME: |
| 3. ADDRESS OF OPERATOR: 304 Inverness Way South #295, Englewood, CO, 80112 | | 8. WELL NAME and NUMBER: Three Rivers D |
| PHONE NUMBER: 303 645-9809 Ext | | 9. API NUMBER: 43047537020000 |
| 4. LOCATION OF WELL FOOTAGES AT SURFACE: 2117 FSL 0680 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NESE Section: 16 Township: 08.0S Range: 20.0E Meridian: S | | 9. FIELD and POOL or WILDCAT: THREE RIVERS |
| | | COUNTY: UINTAH |
| | | STATE: UTAH |
| 11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA | | |
| TYPE OF SUBMISSION | TYPE OF ACTION | |
| <input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 4/29/2014 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date: | <div style="display: flex; flex-wrap: wrap;"> <div style="width: 33%;"> <input type="checkbox"/> ACIDIZE <input checked="" type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION </div> <div style="width: 33%;"> <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER </div> <div style="width: 33%;"> <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION </div> </div> <div style="margin-top: 10px;"> OTHER: </div> | |
| 12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. Ultra requests to change the SHL from 2117' FSL & 680' FEL to 2141' FSL & 647' FEL per attached As-Drilled plat dated 9-17-14. | | |
| Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY January 29, 2015 | | |
| NAME (PLEASE PRINT) Jenna Anderson | PHONE NUMBER 303 645-9804 | TITLE Permitting Assistant |
| SIGNATURE N/A | DATE 12/19/2014 | |

T8S, R20E, S.L.B.&M.

BASIS OF BEARINGS
 BASIS OF BEARINGS IS A G.P.S. OBSERVATION

BASIS OF ELEVATION

BENCH MARK (38EAM) LOCATED IN THE SW 1/4 OF SECTION 9, T7S, R20E, S.L.B.&M. TAKEN FROM THE PELICAN LAKE, QUADRANGLE, UTAH, UTAH COUNTY, 7.5 MINUTE QUAD (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 4942 FEET.



UELS, LLC
 Corporate Office * 85 South 200 East
 Vernal, UT 84078 * (435) 789-1017

**ULTRA RESOURCES, INC.**

(AS-DRILLED) THREE RIVERS "D"
NE 1/4 SE 1/4, SECTION 16, T8S, R20E, S.L.B.&M.
UINTAH COUNTY, UTAH

| | |
|-------------------------|-----------------------|
| SURVEYED BY: M.P., A.N. | SURVEY DATE: 09-04-14 |
| DRAWN BY: H.W. | DATE DRAWN: 09-08-14 |
| SCALE: 1" = 1000' | REVISED: 00-00-00 |

WELL LOCATION PLAT

RECEIVED: Dec. 19, 2014

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

AMENDED REPORT ☒ FORM 8
(highlight changes)

5. LEASE DESIGNATION AND SERIAL NUMBER:
ML49319

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

1a. TYPE OF WELL: OIL WELL ☐ GAS WELL ☐ DRY ☐ OTHER WDW

b. TYPE OF WORK: NEW WELL ☒ HORIZ LATS. ☐ DEEP-EN ☐ RE-ENTRY ☐ DIFF RESVR ☐ OTHER _____

2. NAME OF OPERATOR:
Ultra Resources, Inc.

3. ADDRESS OF OPERATOR:
304 Inveness Way So. CITY Englewood STATE CO ZIP 80112

PHONE NUMBER:
(303) 645-9804

4. LOCATION OF WELL (FOOTAGES)

AT SURFACE: **2141 FSL 647 FEL 40.121206 109.666047**

AT TOP PRODUCING INTERVAL REPORTED BELOW: **2142 FSL 532 FEL 40.121209 109.665635**

AT TOTAL DEPTH: **2138 FSL 536 FEL 40.121197 109.665651**

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT or CA AGREEMENT NAME
UNDESIGNATED

8. WELL NAME and NUMBER:
THREE RIVERS D

9. API NUMBER:
4304753702

10. FIELD AND POOL, OR WILDCAT
THREE RIVERS

11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
NESE 16 8S 20E S

12. COUNTY
Uintah

13. STATE
UTAH

14. DATE SPUDDED:
4/29/2014

15. DATE T.D. REACHED:
5/7/2014

16. DATE COMPLETED:
10/18/2014

ABANDONED ☐

READY TO PRODUCE ☐

17. ELEVATIONS (DF, RKB, RT, GL):
GL 4690.6

18. TOTAL DEPTH: MD **3,343**
TVD **3,340**

19. PLUG BACK T.D.: MD
TVD

20. IF MULTIPLE COMPLETIONS, HOW MANY? *

21. DEPTH BRIDGE MD
PLUG SET: TVD

22. TYPE ELECTRIC AND OTHER MECHANICAL LOGS RUN (Submit copy of each)

Triple Combo, CBL

23.

WAS WELL CORED?

NO ☒

YES ☐

(Submit analysis)

WAS DST RUN?

NO ☒

YES ☐

(Submit report)

DIRECTIONAL SURVEY?

NO ☐

YES ☒

(Submit copy)

24. CASING AND LINER RECORD (Report all strings set in well)

| HOLE SIZE | SIZE/GRADE | WEIGHT (#/ft.) | TOP (MD) | BOTTOM (MD) | STAGE CEMENTER DEPTH | CEMENT TYPE & NO. OF SACKS | SLURRY VOLUME (BBL) | CEMENT TOP ** | AMOUNT PULLED |
|-----------|-------------|----------------|----------|-------------|----------------------|----------------------------|---------------------|---------------|---------------|
| 24 | 16 arj55 | 45 | 0 | 120 | | | | 0 | |
| 12 1/4 | 8 5/8 arj55 | 24 | 0 | 1,535 | | 435 | | 0 | |
| 7 7/8 | 5 1/2 J-55 | 17 | 0 | 3,329 | | 575 | | 0 | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |
| | | | | | | | | | |

25. TUBING RECORD

| SIZE | DEPTH SET (MD) | PACKER SET (MD) | SIZE | DEPTH SET (MD) | PACKER SET (MD) | SIZE | DEPTH SET (MD) | PACKER SET (MD) |
|-------|----------------|-----------------|------|----------------|-----------------|------|----------------|-----------------|
| 2 7/8 | 2,859 | | | | | | | |

26. PRODUCING INTERVALS

| FORMATION NAME | TOP (MD) | BOTTOM (MD) | TOP (TVD) | BOTTOM (TVD) |
|----------------|----------|-------------|-----------|--------------|
| (A) | | | | |
| (B) | | | | |
| (C) | | | | |
| (D) | | | | |

27. PERFORATION RECORD

| INTERVAL (Top/Bot - MD) | SIZE | NO. HOLES | PERFORATION STATUS |
|-------------------------|------|-----------|--|
| 2,802 3,170 | .44" | 750 | Open <input checked="" type="checkbox"/> Squeezed <input type="checkbox"/> |
| | | | Open <input type="checkbox"/> Squeezed <input type="checkbox"/> |
| | | | Open <input type="checkbox"/> Squeezed <input type="checkbox"/> |
| | | | Open <input type="checkbox"/> Squeezed <input type="checkbox"/> |

28. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC.

WAS WELL HYDRAULICALLY FRACTURED?

YES ☐ NO ☒

IF YES - DATE FRACTURED: _____

DEPTH INTERVAL

AMOUNT AND TYPE OF MATERIAL

29. ENCLOSED ATTACHMENTS:

☒ ELECTRICAL/MECHANICAL LOGS

☐ SUNDRY NOTICE FOR PLUGGING AND CEMENT VERIFICATION

☐ GEOLOGIC REPORT

☐ CORE ANALYSIS

☐ DST REPORT

☒ OTHER _____

☒ DIRECTIONAL SURVEY

30. WELL STATUS:

31. INITIAL PRODUCTION

INTERVAL A (As shown in item #26)

| | | | | | | | | | | |
|----------------------|------------|------------|-------------|---------------|---------------|---------------------------|------------|------------|--------------|------------------|
| DATE FIRST PRODUCED: | | TEST DATE: | | HOURS TESTED: | | TEST PRODUCTION RATES: → | OIL – BBL: | GAS – MCF: | WATER – BBL: | PROD. METHOD: |
| CHOKE SIZE: | TBG PRESS. | CSG PRESS. | API GRAVITY | BTU – GAS | GAS/OIL RATIO | 24 HR PRODUCTION RATES: → | OIL – BBL: | GAS – MCF: | WATER – BBL: | INTERVAL STATUS: |

INTERVAL B (As shown in item #26)

| | | | | | | | | | | |
|----------------------|-------------|-------------|-------------|---------------|---------------|---------------------------|------------|------------|--------------|------------------|
| DATE FIRST PRODUCED: | | TEST DATE: | | HOURS TESTED: | | TEST PRODUCTION RATES: → | OIL – BBL: | GAS – MCF: | WATER – BBL: | PROD. METHOD: |
| CHOKE SIZE: | TBG. PRESS. | CSG. PRESS. | API GRAVITY | BTU – GAS | GAS/OIL RATIO | 24 HR PRODUCTION RATES: → | OIL – BBL: | GAS – MCF: | WATER – BBL: | INTERVAL STATUS: |

INTERVAL C (As shown in item #26)

| | | | | | | | | | | |
|----------------------|-------------|-------------|-------------|---------------|---------------|---------------------------|------------|------------|--------------|-----------------|
| DATE FIRST PRODUCED: | | TEST DATE: | | HOURS TESTED: | | TEST PRODUCTION RATES: → | OIL – BBL: | GAS – MCF: | WATER – BBL: | PROD. METHOD: |
| CHOKE SIZE: | TBG. PRESS. | CSG. PRESS. | API GRAVITY | BTU – GAS | GAS/OIL RATIO | 24 HR PRODUCTION RATES: → | OIL – BBL: | GAS – MCF: | WATER – BBL: | INTERVAL STATUS |

INTERVAL D (As shown in item #26)

| | | | | | | | | | | |
|----------------------|-------------|-------------|-------------|---------------|---------------|---------------------------|------------|------------|--------------|------------------|
| DATE FIRST PRODUCED: | | TEST DATE: | | HOURS TESTED: | | TEST PRODUCTION RATES: → | OIL – BBL: | GAS – MCF: | WATER – BBL: | PROD. METHOD: |
| CHOKE SIZE: | TBG. PRESS. | CSG. PRESS. | API GRAVITY | BTU – GAS | GAS/OIL RATIO | 24 HR PRODUCTION RATES: → | OIL – BBL: | GAS – MCF: | WATER – BBL: | INTERVAL STATUS: |

32. DISPOSITION OF GAS (Sold, Used for Fuel, Vented, Etc.)

33. SUMMARY OF POROUS ZONES (Include Aquifers):

Show all important zones of porosity and contents thereof. Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

34. FORMATION (Log) MARKERS:

| Formation | Top (MD) | Bottom (MD) | Descriptions, Contents, etc. | Name | Top (Measured Depth) |
|-----------|----------|-------------|------------------------------|--|-------------------------|
| | | | | Upper Green River Top Bird's Nest Base Bird's Nest | 2,416 2,753 3,174 |

35. ADDITIONAL REMARKS (Include plugging procedure)

36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records.

NAME (PLEASE PRINT) Jenna Anderson

TITLE Permitting Specialist

SIGNATURE 

DATE

12/12/2014 (REVISED 1/29/15)

This report must be submitted within 30 days of

- completing or plugging a new well
- drilling horizontal laterals from an existing well bore
- recompleting to a different producing formation

- reentering a previously plugged and abandoned well
- significantly deepening an existing well bore below the previous bottom-hole depth
- drilling hydrocarbon exploratory holes, such as core samples and stratigraphic tests

* ITEM 20: Show the number of completions if production is measured separately from two or more formations.

** ITEM 24: Cement Top – Show how reported top(s) of cement were determined (circulated (CIR), calculated (CAL), cement bond log (CBL), temperature survey (TS)).

Send to: Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
Box 145801
Salt Lake City, Utah 84114-5801

Phone: 801-538-5340

Fax: 801-359-3940

| | |
|---|----------|
| | Proposed |
| X | As Is |

THREE RIVERS-D **GL: Missing, KB: 4,704.0**
Sec 16, 8S, 20E **Uintah County, Utah**

| | Size | Weight | Grade | Depth | Sks/Cmt |
|-------------------|-------|--------|--------|-------|---------|
| Conductor | 16 | 45 | ARJ-55 | 120 | |
| Surface | 8 5/8 | 24 | ARJ-55 | 1535 | 435 |
| Production | 5 1/2 | 17 | J-55 | 3329 | 575 |
| Tubing | 2.875 | 6.5 | J-55 | 2859 | |
| Cement Top | | | | 0 | |

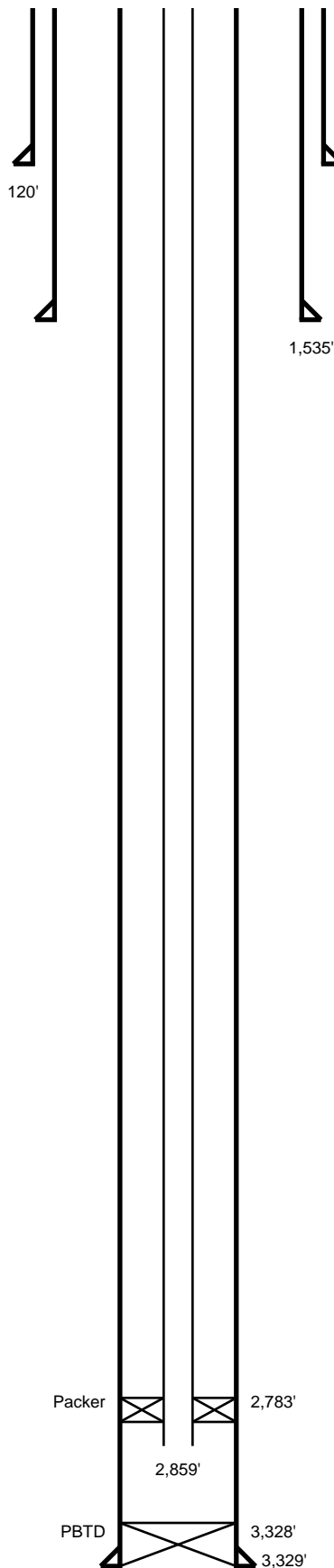
| STAGE | ZONE 1 | ZONE 2 | ZONE 3 | ZONE 4 | ZONE 5 | ZONE 6 | ZONE 7 |
|-------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|
| 1 | 3144-3170 | 3110-3138 | 3100-3106 | 3074-3096 | 3047-3067 | 3033-3041 | 3008-3028 |

| Stage | Date | Av.Rate | Av.Press | Proppant | CleanFluid | Tracer | Screenout |
|---------|------------|---------|----------|----------|------------|--------|-----------|
| 1 | 07/16/2014 | 9.0 | 2,100 | | 392 | | N |
| Totals: | | | | 0 | 392 | | |

| Actual Formation or Depth | Top | Sand Type | Amount |
|---------------------------|-----|--------------------|--------|
| | | Gross Sand Drilled | |
| | | Gross Sand Logged | |
| | | Net Sand | |
| | | Net Pay | |

| Move In | Spud Date | TD Date | Rig Release | 1st Prod | Full Sales |
|------------|------------|------------|-------------|----------|------------|
| 05/01/2014 | 05/03/2014 | 05/07/2014 | 05/08/2014 | | |

| Tbg Date | Depth | OD | ID | Weight | Grade | Thread | Csg Size | 1st Jt | # Joints | Coil |
|------------|-----------|-------|-------|--------|-------|--------|----------|--------|----------|------|
| 10/20/2014 | 2,859.000 | 2.875 | 2.441 | 6.5 | J-55 | 8rd | 5.5 | | 89 | N |

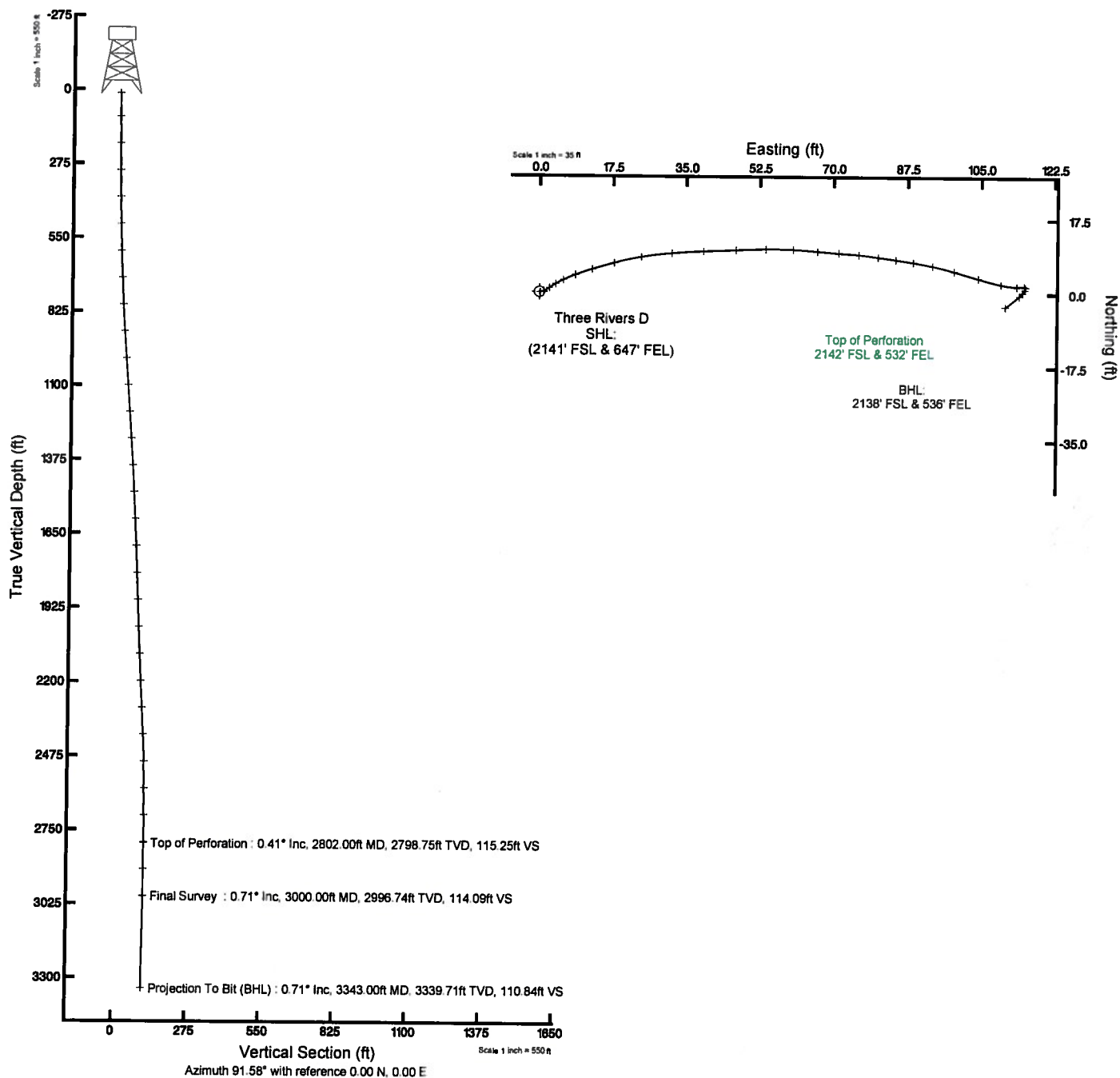




ULTRA RESOURCES, INC

Location: Three Rivers Slot: Three Rivers D (WDW) (2141' FSL & 647' FEL)
 Field: UINAH COUNTY Well: Three Rivers D (WDW)
 Facility: Sec 16-T&S-R20E Wellbore: Three Rivers D (WDW)

| | | |
|--|--|---|
| Plot reference north is Three Rivers D (WDW) | | Grid System: NAD83 (Lambert) UTM SP. Center Zone 18QD |
| True vertical depths are referenced to Rig on Three Rivers D (WDW) (RT) | | North Reference: True north |
| Measured depths are referenced to Rig on Three Rivers D (WDW) (RT) | | Scale: True distance |
| Rig on Three Rivers D (WDW) (RT) to Mean Sea Level: 6700.0 feet | | Depth: in feet |
| Shore line and to land top (to Three Rivers D (WDW) (2141' FSL & 647' FEL): 0 feet | | Created by: mullins on 12/13/2014 |
| Clear drilling areas last referenced to BSL | | |





Actual Wellpath Report

Three Rivers D (WDW)

Page 1 of 4



REFERENCE WELLPATH IDENTIFICATION

| | | | |
|----------|----------------------|----------|---|
| Operator | ULTRA RESOURCES, INC | Slot | Three Rivers D (WDW) (2141' FSL & 647' FEL) |
| Area | Three Rivers | Well | Three Rivers D (WDW) |
| Field | UINTAH COUNTY | Wellbore | Three Rivers D (WDW) |
| Facility | Sec.16-T8S-R20E | | |

REPORT SETUP INFORMATION

| | | | |
|---------------------|---|----------------------|--|
| Projection System | NAD83 / Lambert Utah SP, Central Zone (4302), US feet | Software System | WellArchitect® 3.0.0 |
| North Reference | True | User | EWilliams |
| Scale | 0.999911 | Report Generated | 12/12/2014 at 10:03:38 AM |
| Convergence at slot | 1.17° East | Database Source file | WellArchitectDB/Three_Rivers_D_WDW.xml |

WELLPATH LOCATION

| | Local coordinates | | Grid coordinates | | Geographic coordinates | |
|-----------------------|-------------------|----------|------------------|-----------------|------------------------|-----------------|
| | North[ft] | East[ft] | Easting[US ft] | Northing[US ft] | Latitude | Longitude |
| Slot Location | 873.53 | 2610.93 | 2153231.36 | 7218131.06 | 40°07'16.340"N | 109°39'57.770"W |
| Facility Reference Pt | | | 2150639.03 | 7217204.54 | 40°07'07.709"N | 109°40'31.379"W |
| Field Reference Pt | | | 2156610.96 | 7236613.42 | 40°10'18.270"N | 109°39'09.100"W |

WELLPATH DATUM

| | | | |
|--------------------------|----------------------------------|--|-------------------|
| Calculation method | Minimum curvature | Rig on Three Rivers D (WDW) (RT) to Facility Vertical Datum | 4703.60ft |
| Horizontal Reference Pt | Slot | Rig on Three Rivers D (WDW) (RT) to Mean Sea Level | 4703.60ft |
| Vertical Reference Pt | Rig on Three Rivers D (WDW) (RT) | Rig on Three Rivers D (WDW) (RT) to Mud Line at Slot (Three Rivers D (WDW) (2141' FSL & 647' FEL)) | 4703.60ft |
| MD Reference Pt | Rig on Three Rivers D (WDW) (RT) | Section Origin | N 0.00, E 0.00 ft |
| Field Vertical Reference | Mean Sea Level | Section Azimuth | 91.58° |



Actual Wellpath Report

Three Rivers D (WDW)

Page 2 of 4



REFERENCE WELLPATH IDENTIFICATION

| | | | |
|----------|----------------------|----------|---|
| Operator | ULTRA RESOURCES, INC | Slot | Three Rivers D (WDW) (2141' FSL & 647' FEL) |
| Area | Three Rivers | Well | Three Rivers D (WDW) |
| Field | UINTAH COUNTY | Wellbore | Three Rivers D (WDW) |
| Facility | Sec.16-T8S-R20E | | |

WELLPATH DATA (35 stations) † = interpolated/extrapolated station

| MD [ft] | Inclination [°] | Azimuth [°] | TVD [ft] | Vert Sect [ft] | North [ft] | East [ft] | Latitude | Longitude | DLS [°/100ft] | Comments |
|------------|--------------------|----------------|-------------|-------------------|---------------|--------------|----------------|-----------------|------------------|-------------------------|
| 0.00† | 0.000 | 91.360 | 0.00 | 0.00 | 0.00 | 0.00 | 40°07'16.340°N | 109°39'57.770°W | 0.00 | |
| 13.00 | 0.000 | 91.360 | 13.00 | 0.00 | 0.00 | 0.00 | 40°07'16.340°N | 109°39'57.770°W | 0.00 | |
| 99.17 | 0.290 | 91.360 | 99.17 | 0.22 | -0.01 | 0.22 | 40°07'16.340°N | 109°39'57.767°W | 0.34 | |
| 198.92 | 0.650 | 65.450 | 198.92 | 0.98 | 0.22 | 0.99 | 40°07'16.342°N | 109°39'57.757°W | 0.41 | |
| 299.44 | 1.120 | 55.670 | 299.42 | 2.29 | 1.01 | 2.31 | 40°07'16.350°N | 109°39'57.740°W | 0.49 | |
| 398.69 | 0.930 | 60.620 | 398.66 | 3.76 | 1.96 | 3.82 | 40°07'16.359°N | 109°39'57.721°W | 0.21 | |
| 498.71 | 1.440 | 64.780 | 498.66 | 5.58 | 2.89 | 5.66 | 40°07'16.369°N | 109°39'57.697°W | 0.52 | |
| 599.78 | 2.120 | 67.680 | 599.68 | 8.42 | 4.14 | 8.54 | 40°07'16.381°N | 109°39'57.660°W | 0.68 | |
| 699.26 | 2.740 | 73.830 | 699.07 | 12.37 | 5.50 | 12.53 | 40°07'16.394°N | 109°39'57.609°W | 0.68 | |
| 799.44 | 3.600 | 74.390 | 799.09 | 17.66 | 7.02 | 17.86 | 40°07'16.409°N | 109°39'57.540°W | 0.86 | |
| 898.63 | 4.040 | 80.210 | 898.06 | 24.06 | 8.45 | 24.30 | 40°07'16.423°N | 109°39'57.457°W | 0.59 | |
| 999.63 | 4.280 | 85.010 | 998.80 | 31.29 | 9.38 | 31.56 | 40°07'16.433°N | 109°39'57.364°W | 0.42 | |
| 1099.57 | 4.400 | 87.880 | 1098.45 | 38.82 | 9.85 | 39.10 | 40°07'16.437°N | 109°39'57.267°W | 0.25 | |
| 1200.04 | 4.420 | 87.290 | 1198.62 | 46.53 | 10.17 | 46.82 | 40°07'16.441°N | 109°39'57.167°W | 0.05 | |
| 1299.48 | 3.810 | 88.490 | 1297.81 | 53.65 | 10.44 | 53.95 | 40°07'16.443°N | 109°39'57.075°W | 0.62 | |
| 1399.30 | 3.590 | 92.910 | 1397.42 | 60.08 | 10.37 | 60.39 | 40°07'16.442°N | 109°39'56.993°W | 0.36 | |
| 1499.18 | 3.110 | 95.410 | 1497.13 | 65.91 | 9.96 | 66.21 | 40°07'16.438°N | 109°39'56.918°W | 0.50 | |
| 1598.69 | 2.700 | 93.800 | 1596.51 | 70.95 | 9.55 | 71.24 | 40°07'16.434°N | 109°39'56.853°W | 0.42 | |
| 1698.76 | 2.750 | 94.480 | 1696.47 | 75.70 | 9.20 | 75.98 | 40°07'16.431°N | 109°39'56.792°W | 0.06 | |
| 1799.58 | 2.480 | 99.740 | 1797.18 | 80.27 | 8.64 | 80.54 | 40°07'16.425°N | 109°39'56.733°W | 0.36 | |
| 1899.33 | 2.370 | 96.090 | 1896.84 | 84.47 | 8.06 | 84.72 | 40°07'16.420°N | 109°39'56.679°W | 0.19 | |
| 1999.13 | 2.490 | 100.510 | 1996.55 | 88.66 | 7.45 | 88.90 | 40°07'16.414°N | 109°39'56.626°W | 0.22 | |
| 2099.16 | 2.760 | 100.660 | 2096.48 | 93.19 | 6.60 | 93.41 | 40°07'16.405°N | 109°39'56.568°W | 0.27 | |
| 2199.96 | 3.260 | 106.190 | 2197.14 | 98.36 | 5.36 | 98.54 | 40°07'16.393°N | 109°39'56.501°W | 0.57 | |
| 2299.22 | 3.630 | 106.050 | 2296.22 | 104.13 | 3.70 | 104.27 | 40°07'16.377°N | 109°39'56.428°W | 0.37 | |
| 2398.84 | 2.820 | 101.870 | 2395.68 | 109.60 | 2.32 | 109.70 | 40°07'16.363°N | 109°39'56.358°W | 0.85 | |
| 2499.46 | 1.550 | 89.340 | 2496.23 | 113.39 | 1.83 | 113.49 | 40°07'16.358°N | 109°39'56.309°W | 1.34 | |
| 2599.47 | 0.450 | 88.940 | 2596.22 | 113.14 | 1.85 | 113.23 | 40°07'16.358°N | 109°39'56.287°W | 1.10 | |
| 2699.35 | 0.250 | 192.940 | 2696.10 | 115.49 | 1.65 | 115.58 | 40°07'16.356°N | 109°39'56.282°W | 0.57 | |
| 2799.39 | 0.410 | 211.610 | 2796.14 | 115.26 | 1.13 | 115.34 | 40°07'16.351°N | 109°39'56.285°W | 0.19 | |
| 2802.00† | 0.414 | 211.649 | 2798.75 | 115.25 | 1.11 | 115.33 | 40°07'16.351°N | 109°39'56.285°W | 0.16 | Top of Perforation |
| 2899.33 | 0.570 | 212.700 | 2896.07 | 114.83 | 0.41 | 114.88 | 40°07'16.344°N | 109°39'56.291°W | 0.16 | |
| 3000.00† | 0.710 | 231.414 | 2996.74 | 114.09 | -0.40 | 114.12 | 40°07'16.336°N | 109°39'56.301°W | 0.25 | Final Survey |
| 3000.18 | 0.710 | 231.440 | 2996.92 | 114.09 | -0.40 | 114.12 | 40°07'16.336°N | 109°39'56.301°W | 0.25 | |
| 3343.00 | 0.710 | 231.440 | 3339.71 | 110.84 | -3.05 | 110.80 | 40°07'16.310°N | 109°39'56.344°W | 0.00 | Projection To Bit (BHL) |



Actual Wellpath Report

Three Rivers D (WDW)

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| REFERENCE WELLPATH IDENTIFICATION | | | |
|-----------------------------------|----------------------|----------|---|
| Operator | ULTRA RESOURCES, INC | Slot | Three Rivers D (WDW) (2141' FSL & 647' FEL) |
| Area | Three Rivers | Well | Three Rivers D (WDW) |
| Field | UINTAH COUNTY | Wellbore | Three Rivers D (WDW) |
| Facility | Sec.16-T8S-R20E | | |

| WELLPATH COMPOSITION - Ref Wellbore: Three Rivers D (WDW) Ref Wellpath: Three Rivers D (WDW) | | | | |
|--|----------------|--------------------------------------|-------------------|----------------------|
| Start MD [ft] | End MD [ft] | Positional Uncertainty Model | Log Name/Comment | Wellbore |
| 13.00 | 3000.18 | Generic gyro - continuous (Standard) | GYRO | Three Rivers D (WDW) |
| 3000.18 | 3343.00 | Blind Drilling (std) | Projection to bit | Three Rivers D (WDW) |



Actual Wellpath Report

Three Rivers D (WDW)

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REFERENCE WELLPATH IDENTIFICATION

| | | | |
|----------|----------------------|----------|---|
| Operator | ULTRA RESOURCES, INC | Slot | Three Rivers D (WDW) (2141' FSL & 647' FEL) |
| Area | Three Rivers | Well | Three Rivers D (WDW) |
| Field | UINTAH COUNTY | Wellbore | Three Rivers D (WDW) |
| Facility | Sec.16-T8S-R20E | | |

WELLPATH COMMENTS

| MD [ft] | Inclination [°] | Azimuth [°] | TVD [ft] | Comment |
|------------|--------------------|----------------|-------------|-------------------------|
| 2802.00 | 0.414 | 211.649 | 2798.75 | Top of Perforation |
| 3000.00 | 0.710 | 231.414 | 2996.74 | Final Survey |
| 3343.00 | 0.710 | 231.440 | 3339.71 | Projection To Bit (BHL) |

ULTRA RESOURCES, INC.
DAILY COMPLETION REPORT FOR 05/14/2014 TO 10/21/2014

| | | | |
|--------------------|--|--------------|-----------|
| Well Name | THREE RIVERS-D | Frac Planned | 0 |
| Location: | UINTAH County, UTAH(NESE 16 8S 20E) | AFE# | 140709 |
| Total Depth Date: | 05/07/2014 TD 3,343 | Formation: | (Missing) |
| Production Casing: | Size 5 1/2 Wt 17 Grade J-55 Set At 3,329 | GL: | KB: 4,704 |

| | | | |
|--------------------|--|-------------------|--------------|
| Date: 05/14/2014 | | | |
| Tubing: | OD: 2.875" ID: 2.441" Joints: 89" Depth Set: 2,859" | PBTD: | 3,328 |
| Supervisor: | Duncan | | |
| Work Objective: | Logging | | |
| Contractors: | J-W | | |
| Completion Rig: | J-W | Supervisor Phone: | 435-828-1472 |
| Upcoming Activity: | Completion | | |
| Activities | | | |
| 0700-0701 | MIRU JW WLU, run CBL/GR/CCL fr/3290' to surface. TOC @ 270'. PBTD @ 3305'. RDMO WLU. | | |
| Costs (\$): | Daily: 2,900 | Cum: 12,655 | AFE: 967,200 |

| | | | |
|--------------------|---|-------------------|--------------|
| Date: 05/15/2014 | | | |
| Tubing: | OD: 2.875" ID: 2.441" Joints: 89" Depth Set: 2,859" | PBTD: | 3,328 |
| Supervisor: | Fletcher | | |
| Work Objective: | Prep for frac work | | |
| Contractors: | (Missing) | | |
| Completion Rig: | (Missing) | Supervisor Phone: | 3036459812 |
| Upcoming Activity: | Completion | | |
| Costs (\$): | Daily: 0 | Cum: 12,655 | AFE: 967,200 |

| | | | |
|--------------------|---|-------------------|--------------|
| Date: 05/20/2014 | | | |
| Tubing: | OD: 2.875" ID: 2.441" Joints: 89" Depth Set: 2,859" | PBTD: | 3,328 |
| Supervisor: | (Missing) | | |
| Work Objective: | (Nothing Recorded) | | |
| Contractors: | (Missing) | | |
| Completion Rig: | (Missing) | Supervisor Phone: | (Missing) |
| Upcoming Activity: | | | |
| Costs (\$): | Daily: 747 | Cum: 13,402 | AFE: 967,200 |

| | | | |
|--------------------|--|-------------------|--------------|
| Date: 06/13/2014 | | | |
| Tubing: | OD: 2.875" ID: 2.441" Joints: 89" Depth Set: 2,859" | PBTD: | 3,328 |
| Supervisor: | Duncan | | |
| Work Objective: | Testing | | |
| Contractors: | RBS, Knight | | |
| Completion Rig: | (Missing) | Supervisor Phone: | 435-828-1472 |
| Upcoming Activity: | Completion | | |
| Activities | | | |
| 0800-1000 | MINU Knight 5K BOP. MIRU RBS Test Unit, and test csg, WH, and BOP to 2000 psig, good test. RDMO Testers. | | |
| Costs (\$): | Daily: 12,853 | Cum: 26,255 | AFE: 967,200 |

| | | | |
|--------------------|--|-------------------|--------------|
| Date: 06/16/2014 | | | |
| Tubing: | OD: 2.875" ID: 2.441" Joints: 89" Depth Set: 2,859" | PBTD: | 3,328 |
| Supervisor: | Duncan | | |
| Work Objective: | TIH w/ tubing | | |
| Contractors: | Stone, | | |
| Completion Rig: | Stone #11 | Supervisor Phone: | 435-828-1472 |
| Upcoming Activity: | Perforating | | |
| Activities | | | |
| 0700-0930 | MIRU Stone WS Rig #11. | | |
| 0930-1120 | Talley, PU, and TIH w/NC, SN, and 105 jts of tbg, tag PBTD @ 3316'. Pull up hole w/tbg, EOT @ 3021'. | | |
| 1120-1240 | RU swb equip. IFL @ 600', made 5 runs, recovered 52 bbls. FFL @ 2020'. RD swb equipment. | | |
| 1240-1340 | TOH w/tbg. | | |
| 1340-1730 | MIRU J-W WLU. Perforate fr/ FL @ 2020',(3144'-3170'), FL @ 1960',(3110'-3138'), FL @ 1960',(3074'-3096'), FL @ 1940',(3100'-3106'), FL @ 1960',(3033'-3041'), FL @ 2010',(3047'-3067'). POH, SWI & SDFN. | | |
| Costs (\$): | Daily: 17,772 | Cum: 44,027 | AFE: 967,200 |

| | | | |
|--------------------|---|--------------------------------|--------------|
| Date: 06/17/2014 | | | |
| Tubing: | OD: 2.875" ID: 2.441" Joints: 89" Depth Set: 2,859" | | PBTD: 3,328 |
| Supervisor: | Duncan | | |
| Work Objective: | Perforating | | |
| Contractors: | Stone, J-W | | |
| Completion Rig: | J-W | Supervisor Phone: 435-828-1472 | |
| Upcoming Activity: | Swab | | |
| Activities | | | |
| 0700-0945 | SICP 0 psi. Continue to perforate fr/ FL @ 1960',(2909'-2915'), FL @ 1970',(2982'-2994'), FL @ 1960',(2874'-2904'), FL @ 1960',(2845'-2871'), FL @ 1965', FL @ 1965',(2825'-2845'),FL @ 1950',(2802'-2822'). POH RDMO WLU. | | |
| 0945-1125 | TIH w/2-7/8" bull plug, 1 jt 2-7/8" tbg, 10' X 2-7/8" perforated tbg sub, SN, 1 jt 2-7/8" tbg, Weatherford PKR, and 87 jts tbg. EOT @ 2858.68', SN @ 2816.10, PKR @ 2783.34. | | |
| 1125-1515 | Pressure casing to 1000 psi. RU swb equip. Made first swab run @ 1225 hrs. First FL 1950', first SD fr/SN 2816'. Recovered 4.2 bbls water. Continue swabbing. Made 2nd run FL @ 2750, rec 0 bbls of fluid. Start to make hourly runs. Made 2 hourly runs, recovered 0 bbls. SWI & SDFN. | | |
| Costs (\$): | Daily: 101,500 | Cum: 145,527 | AFE: 967,200 |

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|--------------------|---|--------------------------------|--------------|
| Date: 06/18/2014 | | | |
| Tubing: | OD: 2.875" ID: 2.441" Joints: 89" Depth Set: 2,859" | | PBTD: 3,328 |
| Supervisor: | Duncan | | |
| Work Objective: | Swab | | |
| Contractors: | Stone | | |
| Completion Rig: | (Missing) | Supervisor Phone: 435-828-1472 | |
| Upcoming Activity: | Well shut down, wo orders | | |
| Activities | | | |
| 0700-0730 | SITP 0 psi. RU swb equip. Made first swab run @ 0715 hrs. First FL 2500' (316' of fluid entry overnight), first SD fr/SN @ 2816'. Recovered .475 bbls of water. | | |
| 0730-0731 | Wait on fluid entry. | | |
| 1100-1110 | Made one swab run to SN @ 2816', no fluid entry, recovered 0 bbls of fluid. | | |
| 1110-1300 | RD swab equip. Wait on tbg slips. | | |
| 1300-1330 | Change out slips, SWI. | | |
| 1330-1420 | RDMO rig and equip. | | |
| Costs (\$): | Daily: 2,430 | Cum: 147,957 | AFE: 967,200 |

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|--------------------|--------|---|--------------------------------|
| Date: 06/20/2014 | | | |
| Tubing: | | OD: 2.875" ID: 2.441" Joints: 89" Depth Set: 2,859" | PBTD: 3,328 |
| Supervisor: | | Duncan | |
| Work Objective: | | Run Slickline | |
| Contractors: | | Northern Lights | |
| Completion Rig: | | (Missing) | Supervisor Phone: 435-828-1472 |
| Upcoming Activity: | | Completion | |
| Activities | | | |
| 0840-1000 | | MIRU Northern Lights SLU. RIH attempt to recover water samples. Tagged FL @ 2785'. Recovered water samples fr/2790' & 2856'. RDMO SLU. Sent samples to Halliburton. | |
| Costs (\$): | Daily: | 2,323 | Cum: 150,280 |
| | | | AFE: 967,200 |

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|--------------------|---|-------------------|--------------|
| Date: 06/23/2014 | | | |
| Tubing: | OD: 2.875" ID: 2.441" Joints: 89" Depth Set: 2,859" | PBTD: | 3,328 |
| Supervisor: | (Missing) | | |
| Work Objective: | (Nothing Recorded) | | |
| Contractors: | (Missing) | | |
| Completion Rig: | (Missing) | Supervisor Phone: | (Missing) |
| Upcoming Activity: | | | |
| Costs (\$): | Daily: 2,646 | Cum: 152,926 | AFE: 967,200 |

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|--------------------|--|--------------------------------|--------------|
| Date: 06/26/2014 | | | |
| Tubing: | OD: 2.875" ID: 2.441" Joints: 89" Depth Set: 2,859" | | PBTD: 3,328 |
| Supervisor: | Stringham | | |
| Work Objective: | Run Slickline | | |
| Contractors: | Northern Lights | | |
| Completion Rig: | (Missing) | Supervisor Phone: 435-790-2326 | |
| Upcoming Activity: | Testing | | |
| Activities | | | |
| 1440-1445 | HSM,JSA | | |
| 1445-1510 | MIRU Slickline | | |
| 1510-1530 | RIH w/ Hydra static Bailer to 2816' wait 5 minutes, POOH with bailer | | |
| 1530-1531 | RIH with gauge ring | | |
| 1530-1555 | RIH with gauge ring, POOH | | |
| 1550-1625 | Rig up pressure gauges,RIH with pressure gauges @ 2822' close slick line rams leave gauges in tbg for 24 hrs | | |
| 1625-0000 | Pressure gauges in tbg for 24 hrs | | |
| 0000-1625 | Left pressure gauges in 24hrs done @ 16:25 | | |
| Costs (\$): | Daily: 1,500 | Cum: 154,426 | AFE: 967,200 |

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|--------------------|--------|---|--------------------------------|
| Date: 06/27/2014 | | | |
| Tubing: | | OD: 2.875" ID: 2.441" Joints: 89" Depth Set: 2,859" | PBTD: 3,328 |
| Supervisor: | | Stringham | |
| Work Objective: | | Testing | |
| Contractors: | | Northern Lights | |
| Completion Rig: | | (Missing) | Supervisor Phone: 435-790-2326 |
| Upcoming Activity: | | Well shut in | |
| Activities | | | |
| 0000-1625 | | Left pressure gauges in 24hrs done @ 16:25 | |
| 1625-1635 | | POOH with pressure gauges, shut well in. | |
| Costs (\$): | Daily: | 8,344 | Cum: 162,770 |
| | | | AFE: 967,200 |

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|--------------------|--|--------------------------------|--------------|
| Date: 07/07/2014 | | | |
| Tubing: | OD: 2.875" ID: 2.441" Joints: 89" Depth Set: 2,859" | | PBTD: 3,328 |
| Supervisor: | Stringham | | |
| Work Objective: | Run Slickline | | |
| Contractors: | Northern Lights | | |
| Completion Rig: | (Missing) | Supervisor Phone: 435-790-2326 | |
| Upcoming Activity: | Completion | | |
| Activities | | | |
| 0920-0930 | HSM,JSA | | |
| 0930-0950 | MIRU Northern Lights Slick line | | |
| 0950-1015 | Open well 185 PSI RIH w/Gauge Ring, Fluid Level 2500', POOH w/ gauge ring. | | |
| 1015-1055 | RIH w/ Pressure Guages set @ 2858.68', POOH shut well in 185 PSI. Gauges set @ 10 sec. for 20 Hrs, 1 sec. for 20 Hrs, 10 sec. for 10 Days. | | |
| 1055-1115 | RDMO Northern Lights | | |
| Costs (\$): | Daily: 9,136 | Cum: 171,906 | AFE: 967,200 |

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|--------------------|---|--------------------------------|--------------|
| Date: 07/08/2014 | | | |
| Tubing: | OD: 2.875" ID: 2.441" Joints: 89" Depth Set: 2,859" | | PBTD: 3,328 |
| Supervisor: | Stringham | | |
| Work Objective: | Open Wellhead, Monitoring | | |
| Contractors: | HES | | |
| Completion Rig: | (Missing) | Supervisor Phone: 435-790-2326 | |
| Upcoming Activity: | Completion | | |
| Activities | | | |
| 0950-1000 | HES arrive on location. HSM,JSA | | |
| 1000-1100 | MIRU HES | | |
| 1100-1300 | HES Electrical problem on pump truck. Wait on another pump truck. | | |
| 1300-1310 | Pump Truck arrives on location. HSM,JSA | | |
| 1310-1315 | Test Pump & Lines To 1185 PSI | | |
| 1315-1335 | SITP 150 PSI, SICP 935 PSI. Fill Hole w/ 13 bbls. Pump @.2 BPM for .6 bbls pressure out at 300 PSI. | | |
| 1335-1405 | Pump rate @ 9.8 BPM @ 1444 PSI shut down for 1 hr | | |
| 1505-1535 | Bleed Well Down. Start Step Rate Test Pump rate @ 0.4 BPM @ 55 psi, 30 min. rate @ 0.4 BPM @ 178 PS | | |
| 1535-1610 | Pump Rate @ 0.8 BPM @ 186 PSI, 30 min. rate @ 0.8 205 PSI | | |
| 1610-1640 | Pump Rate @ 1.6 BPM @ 230 PSI, 30 min. rate @ 1.6 BPM @ 254 PSI | | |
| 1640-1710 | Pump Rate @ 2.2 BPM @ 254 PSI, 30 min. rate @ 2.2 BPM @ 304 PSI | | |
| 1710-1740 | Pump Rate @ 3.2 BPM @ 370 PSI, 30 min. rate @ 3.2 BPM @ 374 PSI | | |
| 1740-1830 | Pump Rate @ 4.0 BPM @ 504 PSI, 30 min. rate @ 3.9 BPM @ 478 PSI. Shutdown ISIP= 274 PSI. 5 min.=266 PSI, 10 min.= 259 PSI. 15 min.=254 PSI. SICP= 757 PSI | | |
| 1830-1930 | RDMO HES | | |
| Costs (\$): | Daily: 11,823 | Cum: 183,729 | AFE: 967,200 |

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|---|--------|---|--------------------------------|
| Date: 07/12/2014 | | | |
| Tubing: | | OD: 2.875" ID: 2.441" Joints: 89" Depth Set: 2,859" | PBTD: 3,328 |
| Supervisor: | | Krause | |
| Work Objective: | | Run Slickline | |
| Contractors: | | Northern Lights | |
| Completion Rig: | | (Missing) | Supervisor Phone: 307-231-2070 |
| Upcoming Activity: | | Well shut in | |
| Activities | | | |
| 0830-1000 | | RU Northern Lights slickline truck. RIH and latch pressure recorders. POH with recorders. Closed well in. | |
| (Raw data indicates a final BHP of 1372 psi prior to pulling recorders off bottom.) RDWL. | | | |
| Costs (\$): | Daily: | 3,869 | Cum: 187,598 |
| | | | AFE: 967,200 |

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|--------------------|---|--------------------------------|--------------|
| Date: 07/15/2014 | | | |
| Tubing: | OD: 2.875" ID: 2.441" Joints: 89" Depth Set: 2,859" | | PBTD: 3,328 |
| Supervisor: | Duncan | | |
| Work Objective: | TOH w/ tubing | | |
| Contractors: | Stone, Weatherford | | |
| Completion Rig: | Stone #7 | Supervisor Phone: 435-828-1472 | |
| Upcoming Activity: | Completion | | |
| Activities | | | |
| 0700-0830 | MIRU Stone Well Service Rig #7. | | |
| 0830-1115 | Release Weatherford PKR and TOH. | | |
| 1115-1215 | TIH w/tbg as follows: NC, 6' ball wiper sub, SN, and 89 jts of 2-7/8" tbg. EOT @ 2670'. | | |
| 1215-1245 | RU pump and lines. SWI & SDFN. | | |
| Costs (\$): | Daily: 9,733 | Cum: 197,331 | AFE: 967,200 |

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|--------------------|--|--------------------------------|--------------|
| Date: 07/16/2014 | | | |
| Tubing: | OD: 2.875" ID: 2.441" Joints: 89" Depth Set: 2,859" | | PBTD: 3,328 |
| Supervisor: | Duncan | | |
| Work Objective: | Testing | | |
| Contractors: | HES, Stone | | |
| Completion Rig: | (Missing) | Supervisor Phone: 435-828-1472 | |
| Upcoming Activity: | Completion | | |
| Activities | | | |
| 0700-0800 | TIH w/tbg fr/2670' to 2740' w/EOT. | | |
| 0800-0925 | MIRU HES acid equipment. | | |
| 0925-0935 | Safety meeting. | | |
| 0935-1126 | Pump acid treatment as follows: Pumped four 3125 gallon 15% HCL acid stages, with 500 gallon water spacers between stages. 333 ball sealers in each spacer. Some ball action. Total acid 12500 gallons, 1000 7/8" O.D. - 1.3 S.G. ball sealers. Displaced acid to top perf at 2802', let soak for 30 minutes. Avg rate 10.2 bpm @ 1480 psi. Over displaced w/100 bbls of water 10.9 bpm at 1600 psi, ISIP 300 psi, 15 min 283 psi. | | |
| | RDMO HES. | | |
| 1126-1425 | Flow back after acid job. Recovered 145 bbls of water. | | |
| 1425-1500 | Control tbq with water. | | |
| 1500-1530 | TIH w/ball wiper to 3301', PBTD @ 3305'. | | |
| 1530-1630 | TOH w/tbg. | | |
| 1630-1715 | Wait on brine water. | | |
| 1715-1735 | Control csg with 40 bbls of 10 ppg brine water. | | |
| 1735-1755 | Continue to TOH with tbq, LD wiper sub. | | |
| 1740-1750 | Set PKR in compression, filled csg w/5 bbls of water and pressured to 1200 psi. SWI & SDFN. | | |
| 1755-1755 | TIH w/2-7/8" bull plug, 1 jt 2-7/8" tbq, 10' X 2-7/8" perforated tbq sub, SN, 1 jt 2-7/8" tbq, Weatherford PKR, and 87 jts tbq. EOT @ 2853', SN @ 2810', PKR @ 2777'. | | |
| Costs (\$): | Daily: 36,287 | Cum: 233,618 | AFE: 967,200 |

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|--------------------|--------|---|--------------------------------|
| Date: 07/17/2014 | | | |
| Tubing: | | OD: 2.875" ID: 2.441" Joints: 89" Depth Set: 2,859" | PBTD: 3,328 |
| Supervisor: | | Duncan | |
| Work Objective: | | RDMO | |
| Contractors: | | Stone, RNI | |
| Completion Rig: | | Stone #7 | Supervisor Phone: 435-828-1472 |
| Upcoming Activity: | | Completion | |
| Activities | | | |
| 0700-1000 | | RDMO rig and equipment. | |
| Costs (\$): | Daily: | 4,375 | Cum: 237,993 |
| | | | AFE: 967,200 |

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|--------------------|---|--------------------------------|--------------|
| Date: 07/22/2014 | | | |
| Tubing: | OD: 2.875" ID: 2.441" Joints: 89" Depth Set: 2,859" | | PBTD: 3,328 |
| Supervisor: | Stringham | | |
| Work Objective: | Run Slickline | | |
| Contractors: | Northern Lights | | |
| Completion Rig: | (Missing) | Supervisor Phone: 435-790-2326 | |
| Upcoming Activity: | Completion | | |
| Activities | | | |
| 0700-0715 | HSM,JSA | | |
| 0715-0735 | MIRU Northern Lights Slickline | | |
| 0735-0800 | Open Well 20 PSI. RIH w/Gauge ring.Fluid Level @ 350' Tag S/N @2810' Slick line Depth @ 2806', Tag EO Bull Plug @ 2853', Slick line Depth @ 2806'. POOH w/Gauge Ring. | | |
| 0800-0830 | Rig Up Pressure Gauges, RIH w/Pressure Gauges set @ 2853', Slick Line Depth (2845'). POOH SITP (20 PSI). | | |
| 0830-0840 | RDMO Northern Lights Slick Line. | | |
| Costs (\$): | Daily: 10,900 | Cum: 248,893 | AFE: 967,200 |

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|--------------------|--|--------------|--------------------------------|
| Date: 07/23/2014 | | | |
| Tubing: | OD: 2.875" ID: 2.441" Joints: 89" Depth Set: 2,859" | | PBTD: 3,328 |
| Supervisor: | Stringham | | |
| Work Objective: | Testing | | SSE: 1 |
| Contractors: | HES | | |
| Completion Rig: | (Missing) | | Supervisor Phone: 435-790-2326 |
| Upcoming Activity: | Run Slickline | | |
| Activities | | | |
| 0700-0815 | MIRU HES | | |
| 0815-0830 | HSM,JSA | | |
| 0830-0835 | Pressure Test To 5600 PSI | | |
| 0835-0848 | Open Backside (647 PSI). Open Well 0 PSI. 2.0 BBLS To Fill TBG. | | |
| 0848-0920 | Start Step Rate Test @ .35 BPM @ 0 PSI, 5 min.(0 PSI).10 min.(2 PSI). 15 min.(30 PSI). 20 min.(55 PSI). 25 min.(81 PSI). 30 min.(101 PSI). | | |
| 0920-0951 | Step Rate @ 0.7 BPM 130(PSI). 5 min (138 PSI).10 min.(141 PSI).15 min.(143). 20 min.(144 PSI). 25 min.(145 PSI). 30 min.(147 PSI). | | |
| 0951-1022 | Step Rate @ 1.4 BPM (171 PSI). 5 min (184 PSI). 10 min.(192 PSI). 15 min.(197 PSI). 20 min.(203 PSI). 25 min.(206 PSI). 30 min.(211 PSI). | | |
| 1022-1053 | Step Rate @ 2.8 BPM (292 PSI). 5 min.(306 PSI). 10 min.(308 PSI). 15 min.(318 PSI). 20 min.(331 PSI). 25 min.(326 PSI). 30 min.(337 PSI). | | |
| 1053-1124 | Step Rate @ 4.2 BPM (420 PSI). 5 min (440 PSI). 10 min.(450 PSI). 15 min(450 PSI). 20 min.(455 PSI). 25 min.(460 PSI). 30 min.(455 PSI). | | |
| 1124-1155 | Step Rate @ 5.6 BPM (615 PSI). 5 min.(620 PSI). 10 min.(620 PSI). 15 min.(625 PSI). 20 min.(630 PSI). 25 min.(635 PSI). 30 min(641 PSI). | | |
| 1155-1240 | Step Rate @ 7.0 BPM (790 PSI). 5 min(820 PSI). 10 min.(825 PSI). 15 min.(825 PSI). 20 min.(820 PSI). 25 min.(820 PSI). 30 min.(815 PSI). Shutdown ISIP=316 PSI. 5 minute= 296 PSI. 10 minute= 283 PSI. 15 minute= 273 PSI Shut Well In W/O to Pull Pressure Gauges | | |
| 1240-1340 | RDMO HES | | |
| Costs (\$): | Daily: 9,039 | Cum: 257,932 | AFE: 967,200 |

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|--------------------|---|-------------------|--------------|
| Date: 07/24/2014 | | | |
| Tubing: | OD: 2.875" ID: 2.441" Joints: 89" Depth Set: 2,859" | PBTD: | 3,328 |
| Supervisor: | (Missing) | | |
| Work Objective: | (Nothing Recorded) | | |
| Contractors: | (Missing) | | |
| Completion Rig: | (Missing) | Supervisor Phone: | (Missing) |
| Upcoming Activity: | | | |
| Costs (\$): | Daily: 17,337 | Cum: 275,269 | AFE: 967,200 |

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|--------------------|--|--------------|--------------------------------|
| Date: 07/28/2014 | | | |
| Tubing: | OD: 2.875" ID: 2.441" Joints: 89" Depth Set: 2,859" | | PBTD: 3,328 |
| Supervisor: | Duncan | | |
| Work Objective: | Run Slickline | | |
| Contractors: | Northern lights. | | |
| Completion Rig: | (Missing) | | Supervisor Phone: 435-828-1472 |
| Upcoming Activity: | Completion | | |
| Activities | | | |
| 1200-1300 | RU Northern Lights slickline truck. SITP 180 psi. RIH and latch pressure recorders. POH with recorders. | | |
| | Closed well in. (Raw data indicates a final BHP of 236 psi prior to pulling recorders off bottom.) RDWL. | | |
| Costs (\$): | Daily: 6,343 | Cum: 281,612 | AFE: 967,200 |

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|--------------------|---|-------------------|--------------|
| Date: 07/29/2014 | | | |
| Tubing: | OD: 2.875" ID: 2.441" Joints: 89" Depth Set: 2,859" | PBTD: | 3,328 |
| Supervisor: | Fletcher | | |
| Work Objective: | Well shut down, wo orders | | |
| Contractors: | (Missing) | | |
| Completion Rig: | (Missing) | Supervisor Phone: | 3036459812 |
| Upcoming Activity: | Well shut down, wo orders | | |
| Costs (\$): | Daily: 0 | Cum: 281,612 | AFE: 967,200 |

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|--------------------|---|-------------------|--------------|
| Date: 08/05/2014 | | | |
| Tubing: | OD: 2.875" ID: 2.441" Joints: 89" Depth Set: 2,859" | PBTD: | 3,328 |
| Supervisor: | (Missing) | | |
| Work Objective: | (Nothing Recorded) | | |
| Contractors: | (Missing) | | |
| Completion Rig: | (Missing) | Supervisor Phone: | (Missing) |
| Upcoming Activity: | | | |
| Costs (\$): | Daily: 332,518 | Cum: 614,130 | AFE: 967,200 |

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|--------------------|---|-------------------|--------------|
| Date: 08/12/2014 | | | |
| Tubing: | OD: 2.875" ID: 2.441" Joints: 89" Depth Set: 2,859" | PBTD: | 3,328 |
| Supervisor: | (Missing) | | |
| Work Objective: | (Nothing Recorded) | | |
| Contractors: | (Missing) | | |
| Completion Rig: | (Missing) | Supervisor Phone: | (Missing) |
| Upcoming Activity: | | | |
| Costs (\$): | Daily: 10,173 | Cum: 624,303 | AFE: 967,200 |

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|--------------------|---|-------------------|--------------|
| Date: 10/02/2014 | | | |
| Tubing: | OD: 2.875" ID: 2.441" Joints: 89" Depth Set: 2,859" | PBTD: | 3,328 |
| Supervisor: | (Missing) | | |
| Work Objective: | (Nothing Recorded) | | |
| Contractors: | (Missing) | | |
| Completion Rig: | (Missing) | Supervisor Phone: | (Missing) |
| Upcoming Activity: | | | |
| Costs (\$): | Daily: 2,303 | Cum: 626,606 | AFE: 967,200 |

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|---|--|-------------------|--------------|
| Date: 10/20/2014 | | | |
| Tubing: | OD: 2.875" ID: 2.441" Joints: 89" Depth Set: 2,859" | PBTD: | 3,328 |
| Supervisor: | Duncan | | |
| Work Objective: | MI/RU workover rig | | |
| Contractors: | Temples, Weatherford, Sunrise | | |
| Completion Rig: | Temple #3 | Supervisor Phone: | 435-828-1472 |
| Upcoming Activity: Turned over to Production Dept | | | |
| Activities | | | |
| 0830-0930 | MIRU Temples WS rig and equipment. | | |
| 0930-1030 | SITP 110 psi, SICP 450 psi. Release Weatherford PKR, lowered to setting depth. Re-set PKR and test to 1200 psi, good test. | | |
| 1030-1230 | Release PKR and spot Multi-Chem PKR fluid in casing. Note: Having issues with rig pump. | | |
| 1230-1300 | Re-set Weatherford PKR and land tbg in hanger. Tbg detail as follows: Hanger, 87 jts of 2-7/8" 6.5# J-55 8rd tbg, PKR (set w/12,000#'s compression), 1 jt tbg, SN, 10' X 2-7/8" perforated sub, 1 jt tbg, Bull plug. PKR @ 2783', SN @ 2816', EOT @ 2859'. | | |
| 1300-1330 | RD rig floor, ND BOP, NU WH. | | |
| 1330-1430 | MIRU RBS and chart test PKR, csg, and WH to 1400 psi. Good test. RDMO tester. | | |
| 1430-1530 | RDMO Rig and equipment. | | |
| Costs (\$): | Daily: 7,110 | Cum: 633,716 | AFE: 967,200 |

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| Date: 10/21/2014 | | | |
| Tubing: | OD: 2.875" ID: 2.441" Joints: 89" Depth Set: 2,859" | PBTD: | 3,328 |
| Supervisor: | Fletcher | | |
| Work Objective: | Turned over to Production Dept | | |
| Contractors: | (Missing) | | |
| Completion Rig: | (Missing) | Supervisor Phone: | 3036459812 |
| Upcoming Activity: | | | |
| Costs (\$): | Daily: 0 | Cum: 633,716 | AFE: 967,200 |



UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
REGION 8

1595 Wynkoop Street
DENVER, CO 80202-1129
Phone 800-227-8917
<http://www.epa.gov/region08>

MAR 11 2015

Ref: 8ENF-UFO

CERTIFIED MAIL 7009-3410-000-2599-4869
RETURN RECEIPT REQUESTED

Kelly Bott
Regulatory and Environmental Manager
Ultra Resources, Inc.
304 Inverness Way South, Suite 295
Englewood, Colorado 80112

Re: Underground Injection Control (UIC)
Permission to Resume Injection
Three Rivers D Well
EPA Permit No. UT22268-10000
API No. 43-047-53702
Uintah County, Utah

**Accepted by the
Utah Division of
Oil, Gas and Mining**

FOR RECORD ONLY

16 85 20E

Dear Ms. Bott:

On February 26, 2015, the Environmental Protection Agency (EPA) received information from Ultra Resources, Inc. on the above referenced well concerning the stimulation procedure on the Bird's Nest Aquifer and the followup mechanical integrity test (MIT) conducted on February 23, 2015. The data submitted shows that the well passed the required MIT. Therefore, pursuant to Title 40 of the Code of Federal Regulations Section 144.51(q)(2) (40 C.F.R. § 144.51(q)(2)), permission to resume injection is granted. Under continuous service, the next MIT will be due on or before February 23, 2020.

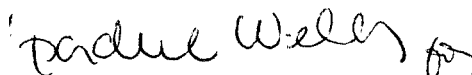
Injection pressure must not exceed 272 psig, as required in the UIC Permit for this well.

Pursuant to 40 C.F.R. § 144.52(a)(6), if the well is not used for a period of at least two (2) years ("temporary abandonment"), it shall be plugged and abandoned unless the EPA is notified and procedures are described to the EPA ensuring the well will not endanger underground sources of drinking water ("non-endangerment demonstration") during its continued temporary abandonment. A successful MIT is an acceptable non-endangerment demonstration and would be necessary every two (2) years the well continues in temporary abandonment.

Failure to comply with a UIC Permit, or the UIC regulations found at 40 C.F.R. Parts 144 through 148 constitute one or more violations of the Safe Drinking Water Act, 42 U.S.C. § 300h. Such non-compliance may subject you to formal enforcement by the EPA, as codified at 40 C.F.R. Part 22.

If you have any questions concerning this letter, you may contact Gary Wang at (303) 312-66469. Please direct all correspondence to the attention of Gary Wang at Mail Code 8ENF-UFO.

Sincerely,



Arturo Palomares, Director
Water Technical Enforcement Program
Office of Enforcement, Compliance
and Environmental Justice

cc: Gordon Howell, Chairman, Uintah & Ouray Business Committee
Ronald Wopsock, Vice-Chairman, Uintah & Ouray Business Committee
Reannin Tapoof, Executive Assistant, Uintah & Ouray Business Committee
Stewart Pike, Councilman, Uintah & Ouray Business Committee
Tony Small, Councilman, Uintah & Ouray Business Committee
Bruce Ignacio, Councilman, Uintah & Ouray Business Committee
Phillip Chimburas, Councilman, Uintah & Ouray Business Committee
Manuel Myore, Director of Energy, Minerals and Air Programs
Brad Hill, Utah Division of Oil, Gas and Mining

RECEIVED
MAR 16 2015
DIV. OF OIL, GAS & MINING